

Fig. 1

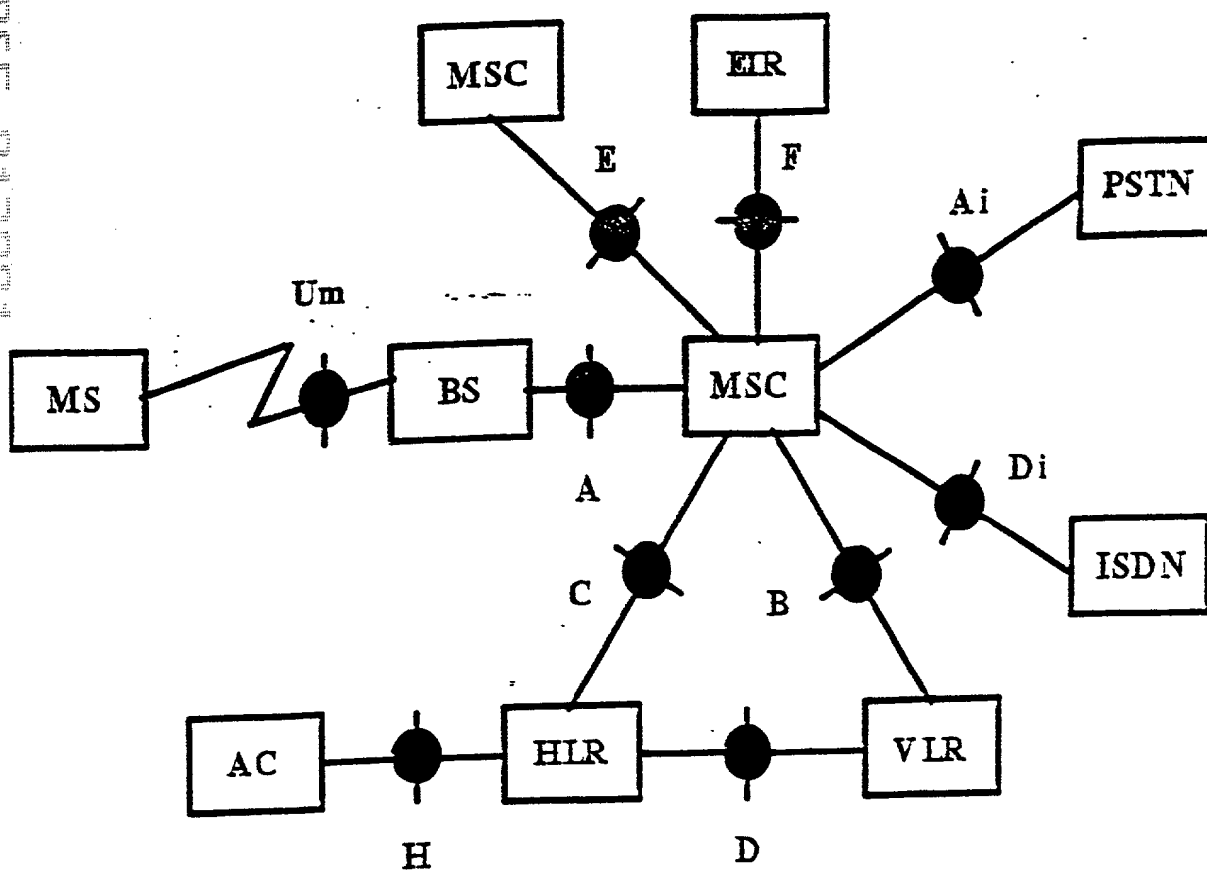


Fig. 2

00772065-013001
T00E70-9902260

0072005-04304
P00E10-5906260

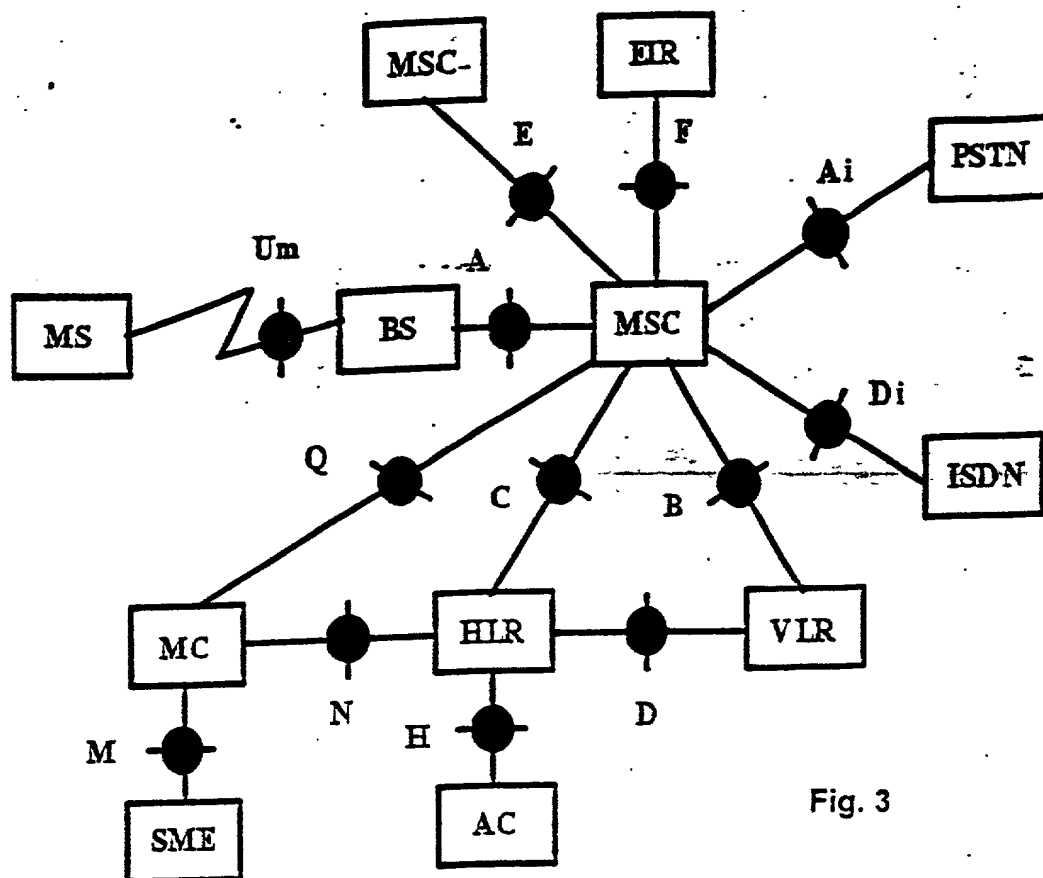


Fig. 3

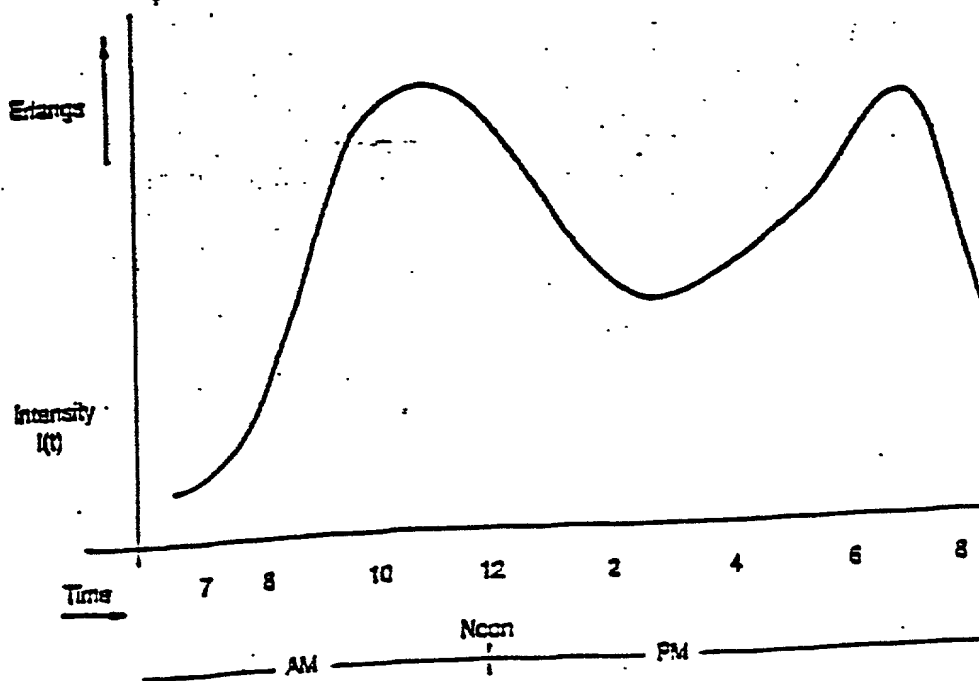


Fig. 4

BNA Usage (9/00)

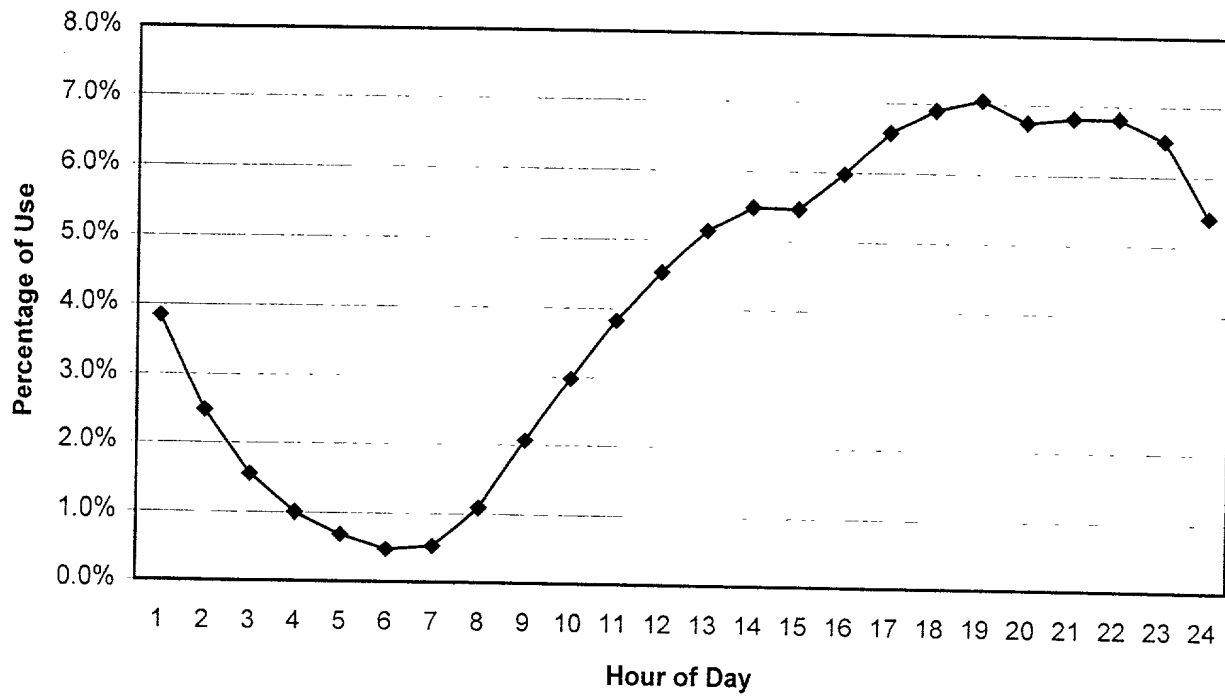


FIG. 5

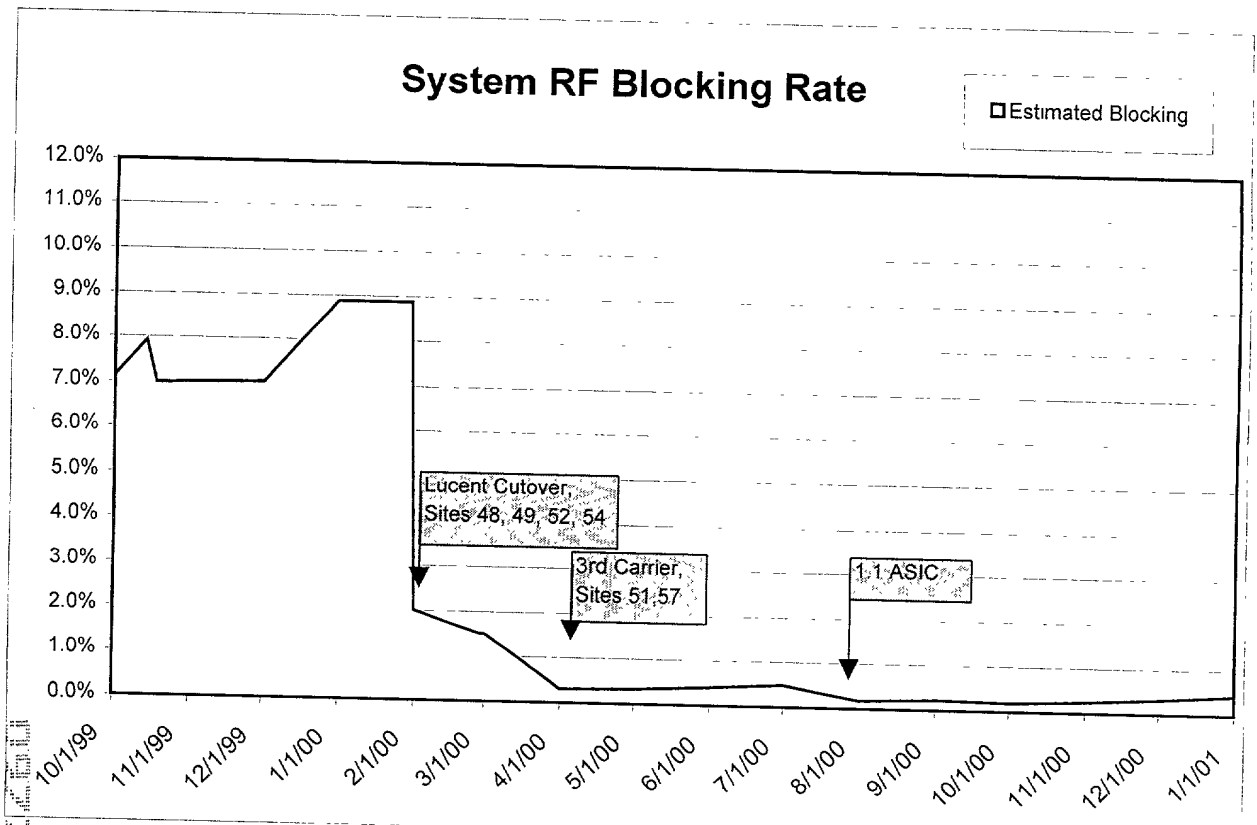


FIG. 6

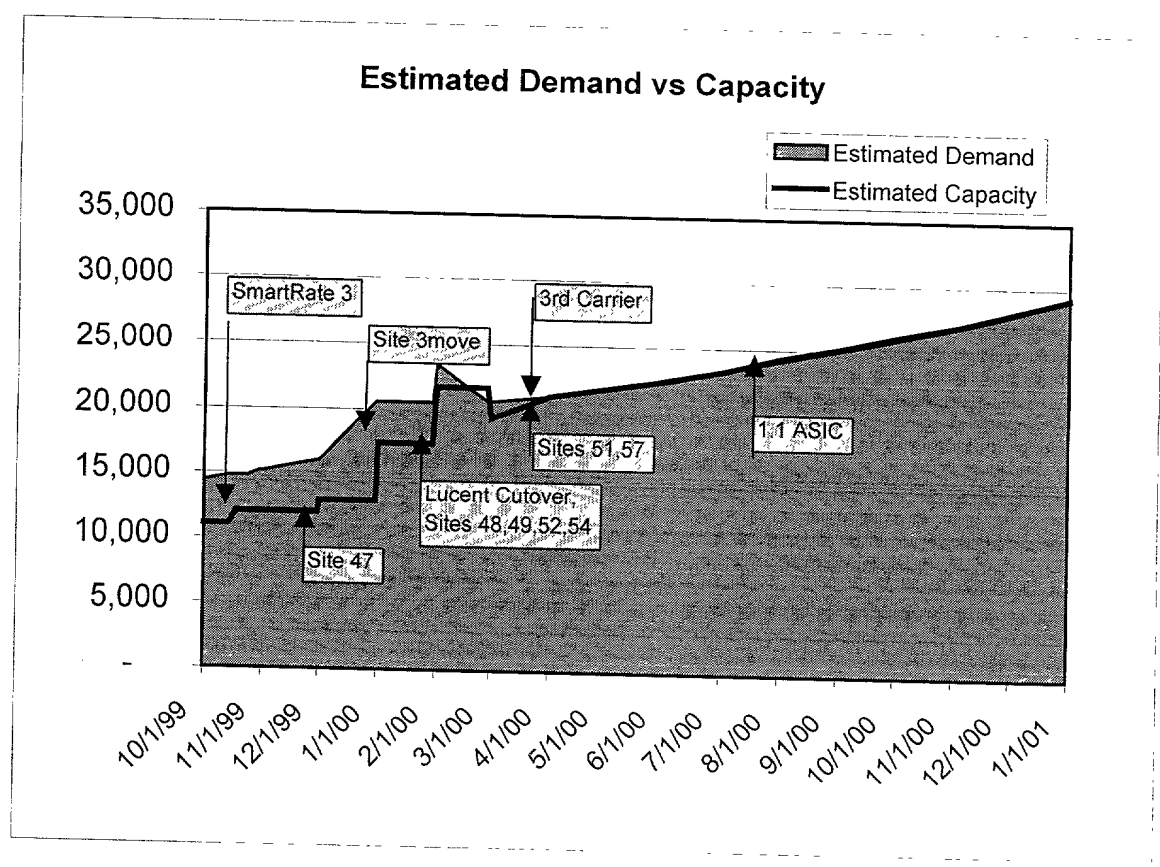


FIG. 7

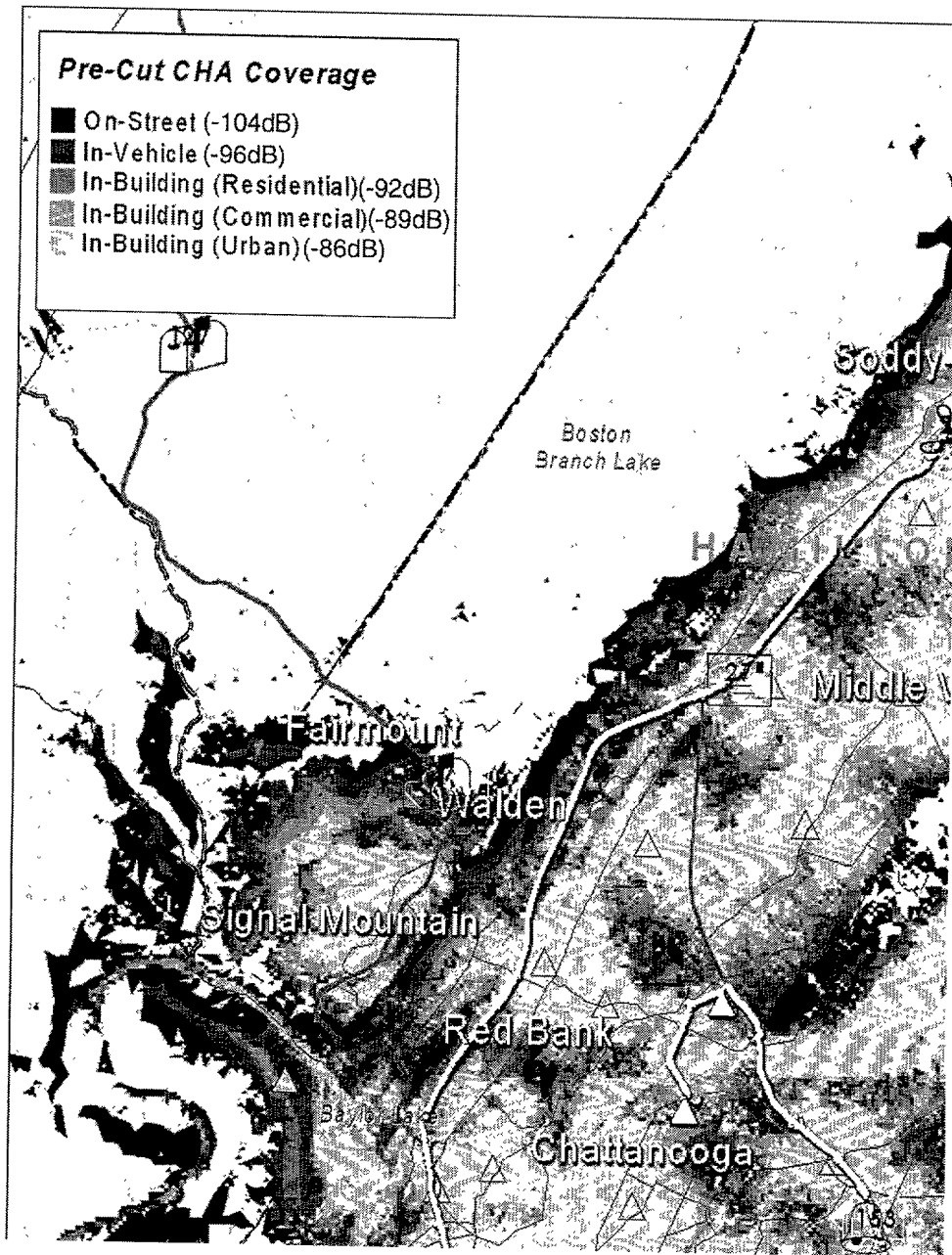


FIG. 8A

Pre-Cut CHA Coverage

- On-Street (-104dB)
- In-Vehicle (-96dB)
- In-Building (Residential)(-92dB)
- In-Building (Commercial)(-89dB)
- In-Building (Urban)(-86dB)

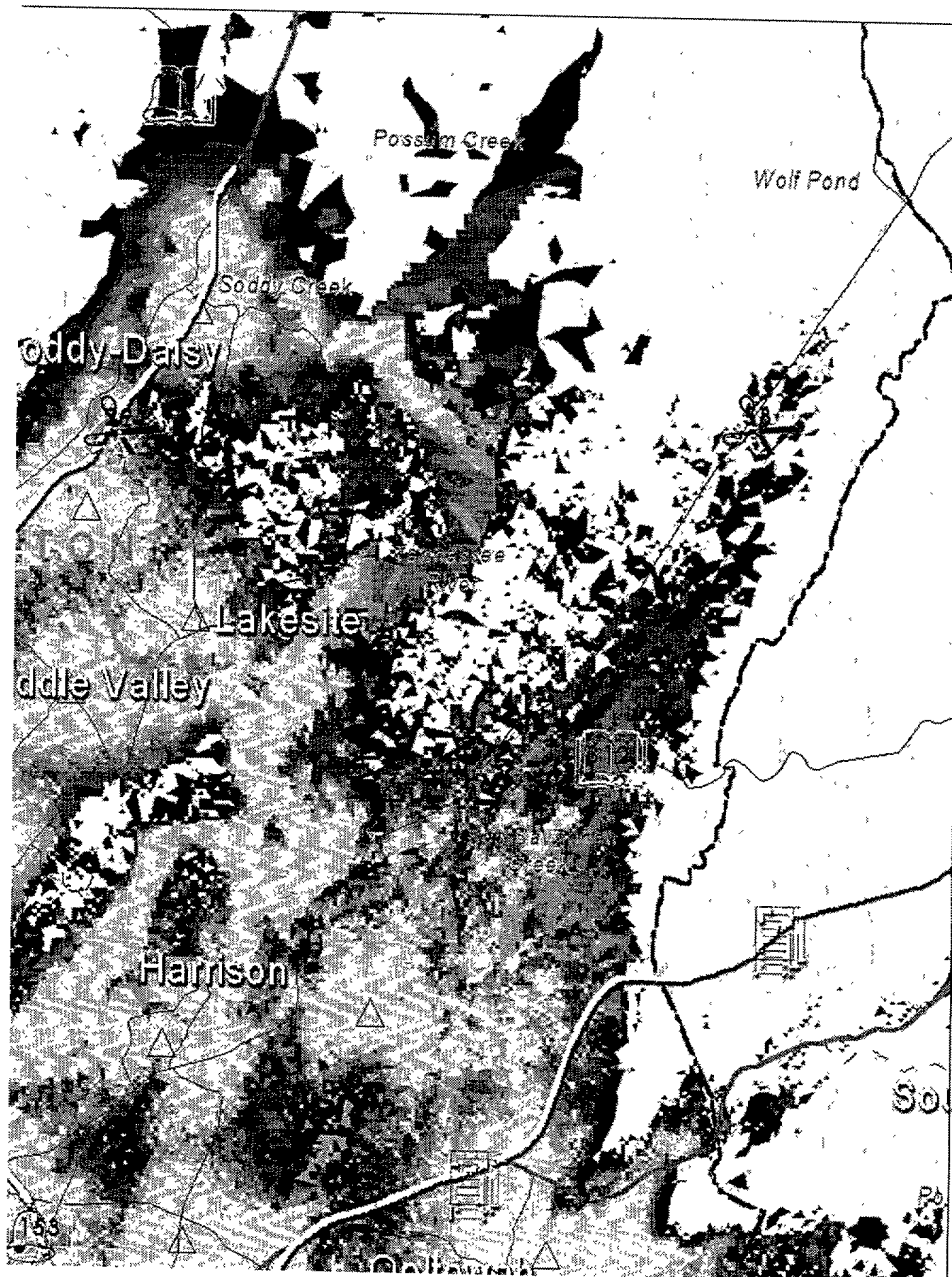


FIG. 8B

0072095-01004
FOOT-590260

FOUO-590260

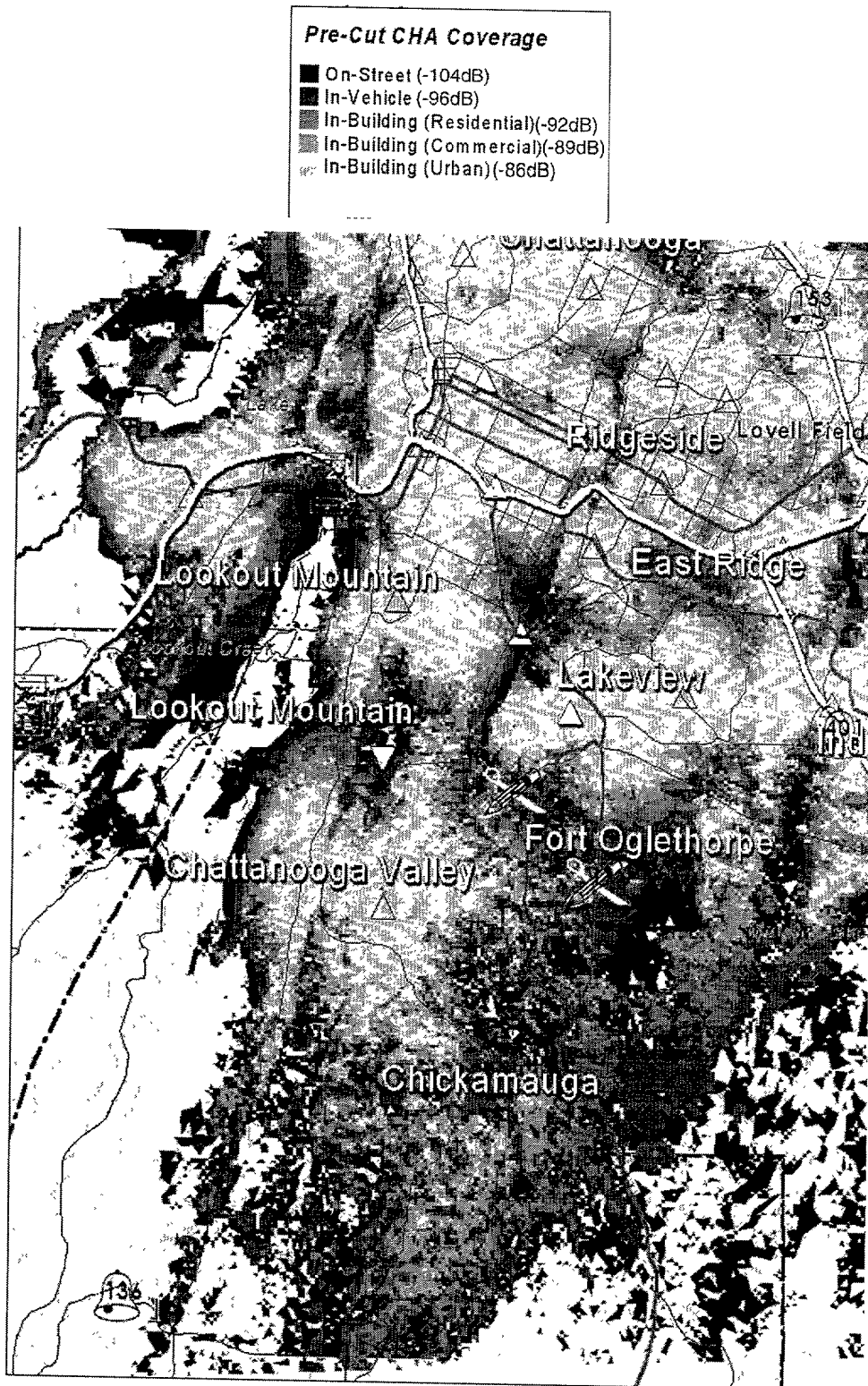


FIG. 8C

FOOT-5902460

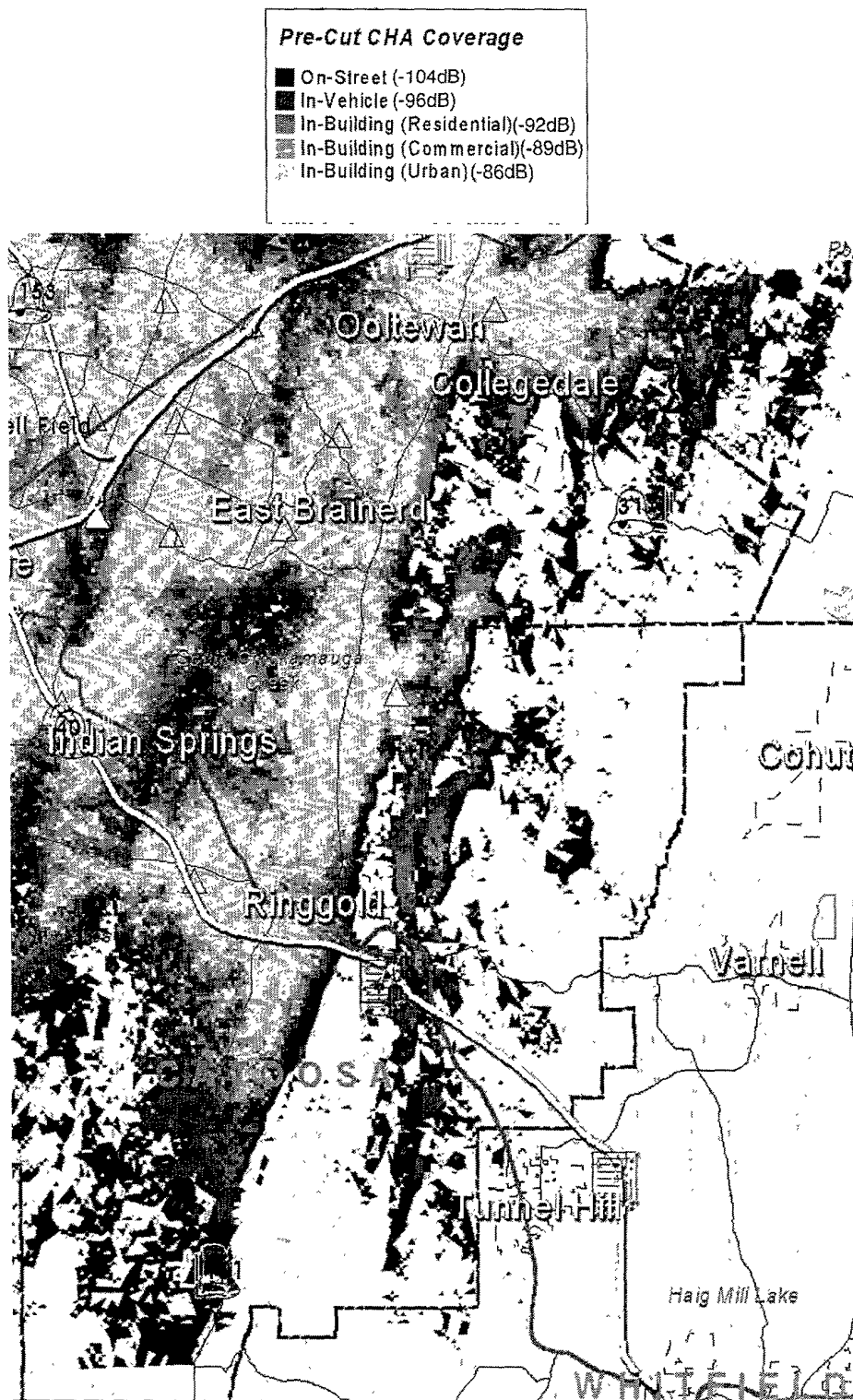


FIG. 8D

09772055-013001

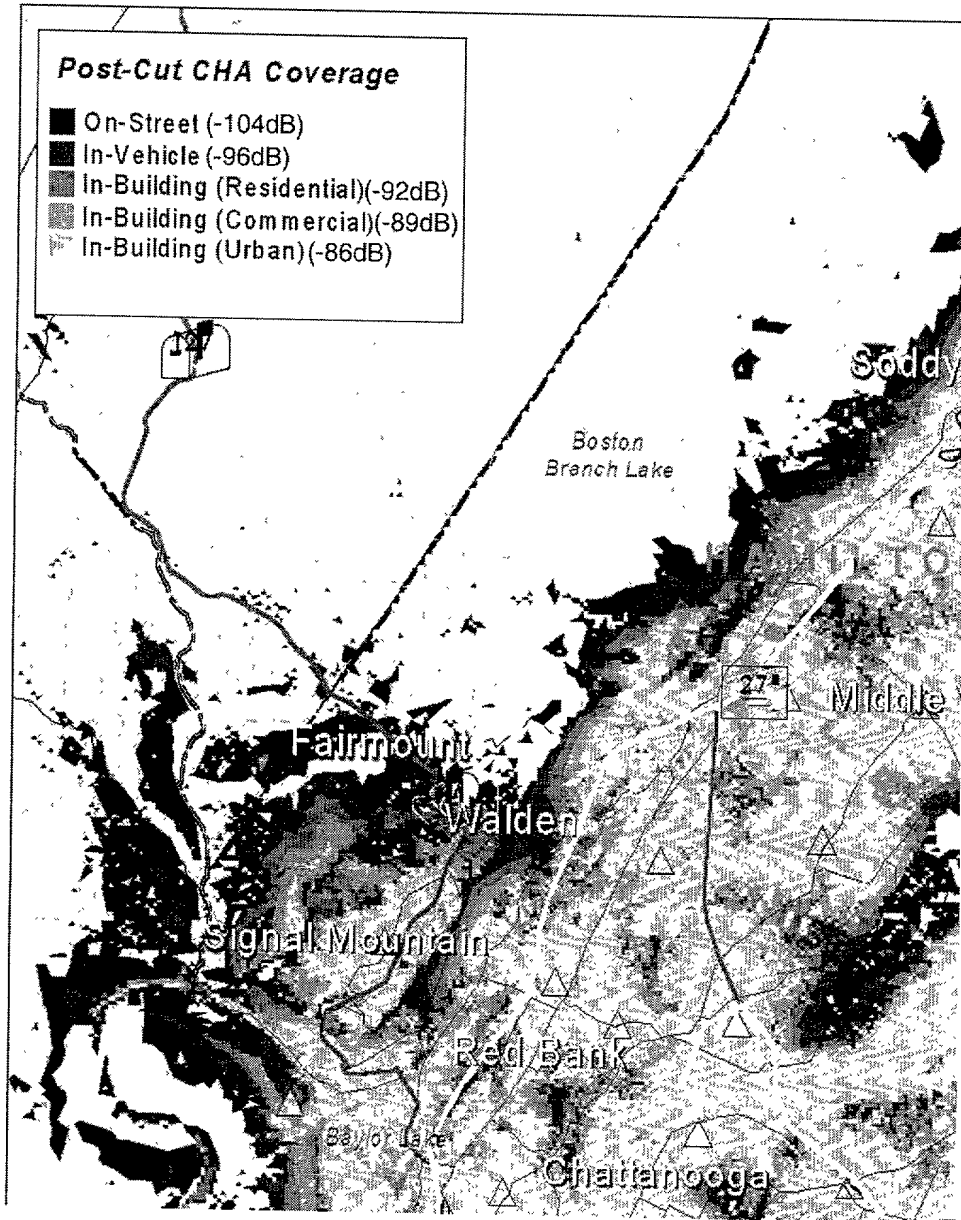


Fig. 9A

Post-Cut CHA Coverage

- On-Street (-104dB)
- In-Vehicle (-96dB)
- In-Building (Residential)(-92dB)
- In-Building (Commercial)(-89dB)
- In-Building (Urban)(-86dB)

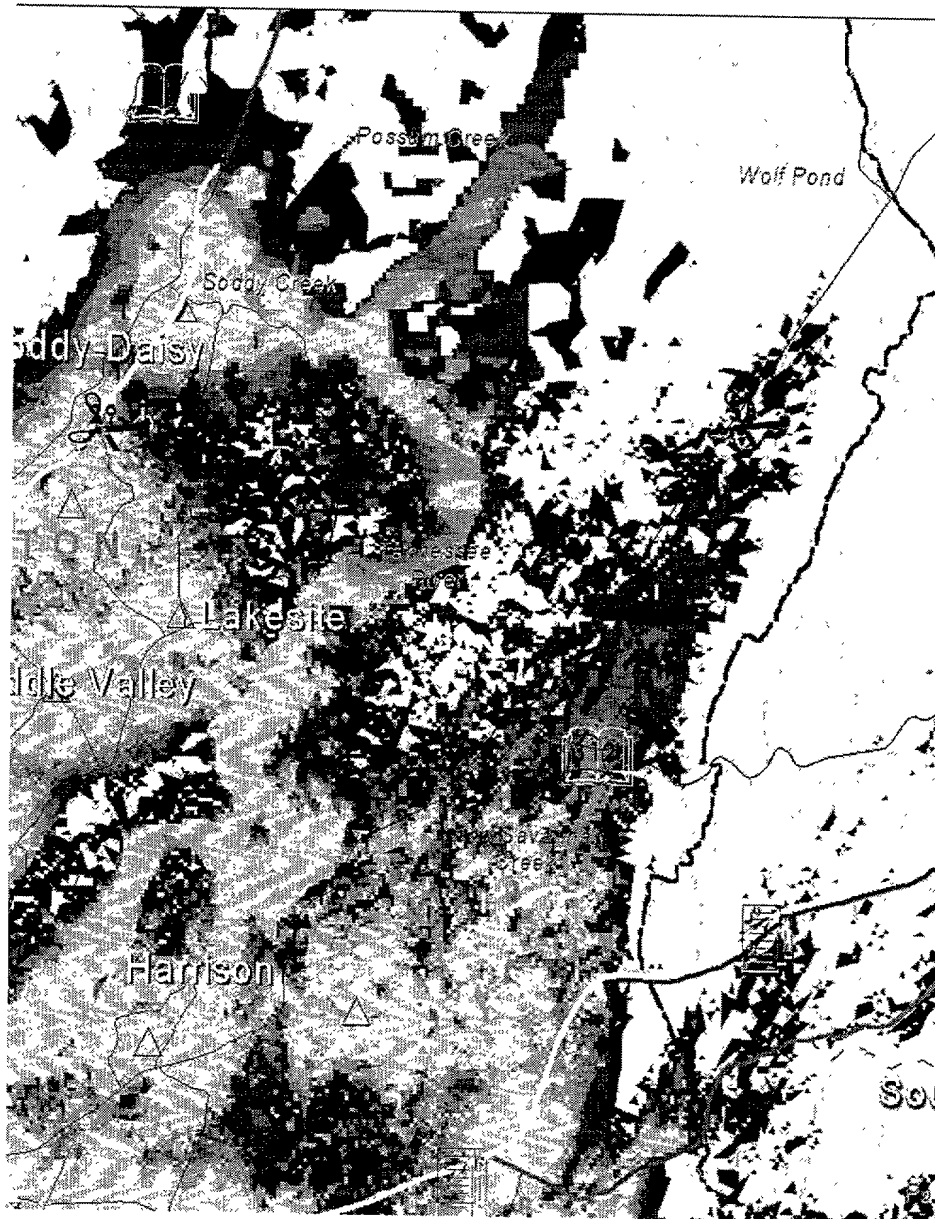


FIG. 9B

100310-5902260

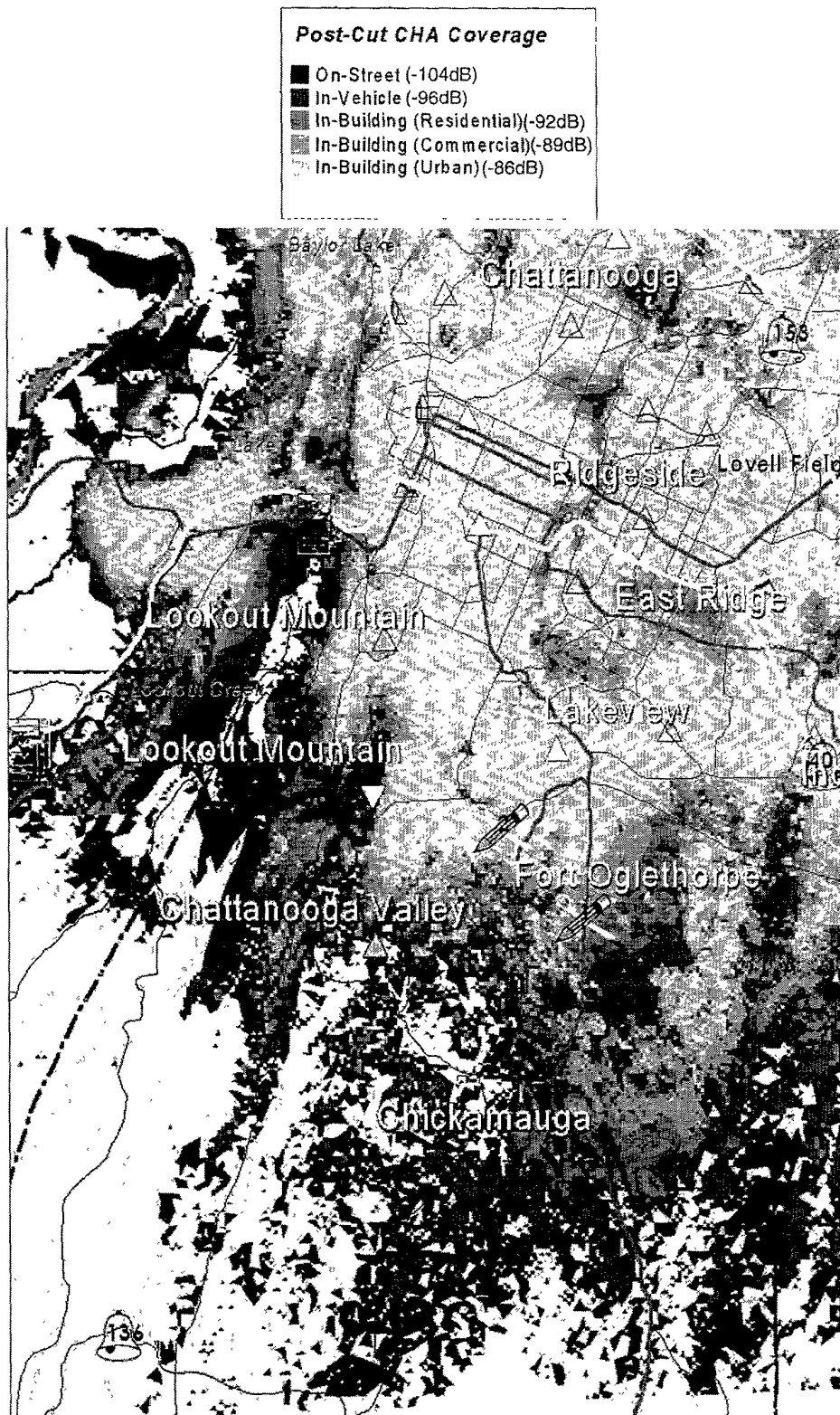


FIG. 9C

0972055-013001

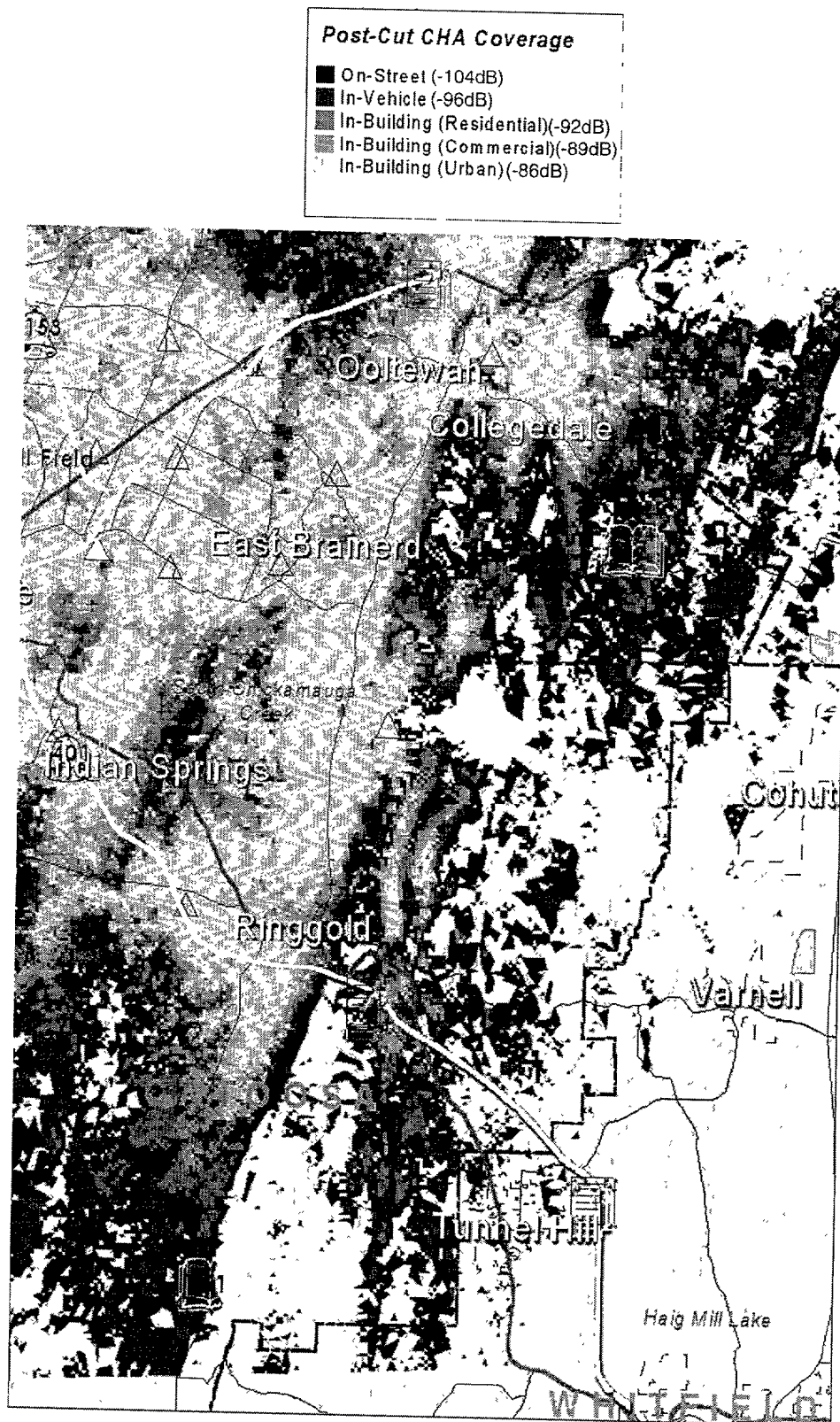


FIG. 9D

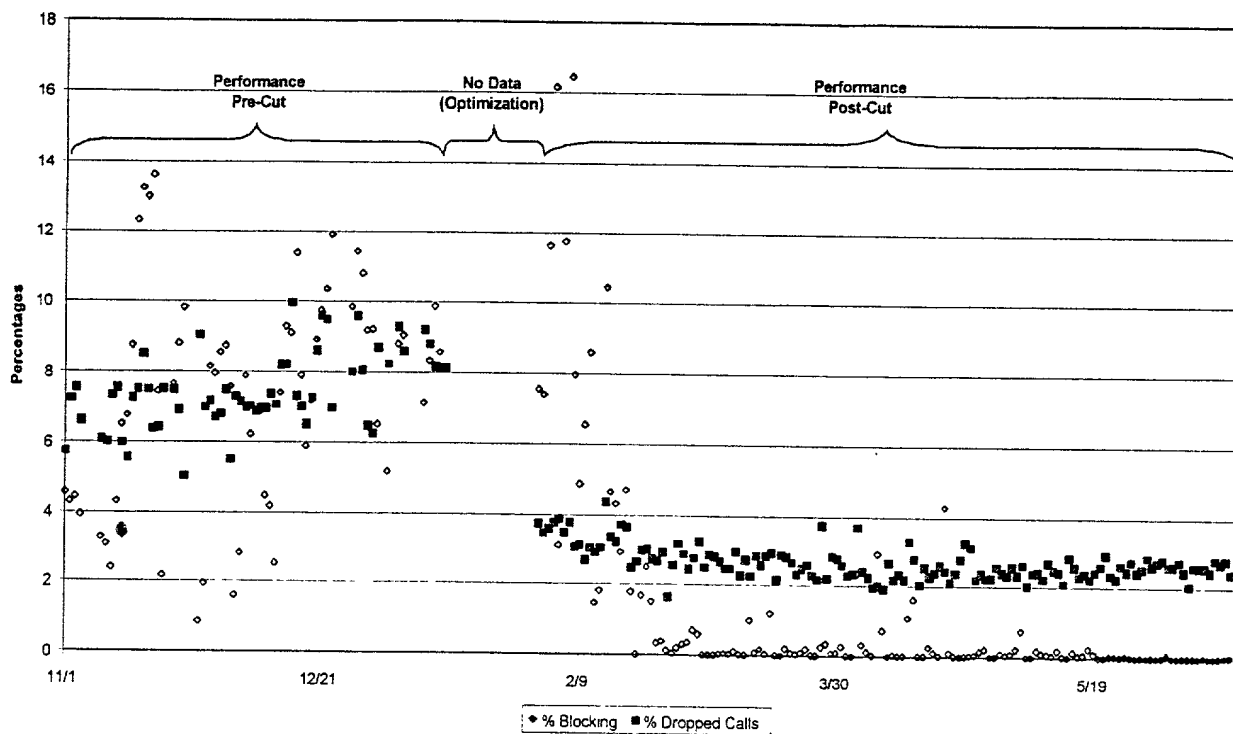


FIG. 10a

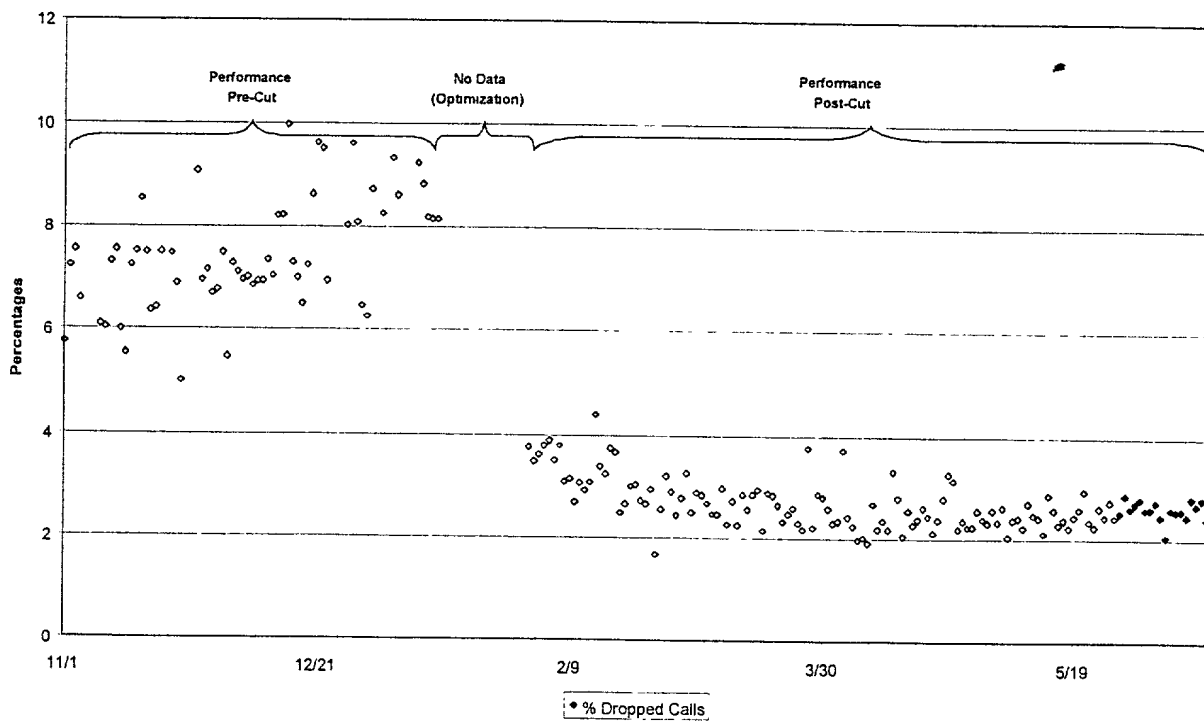


FIG. 10b

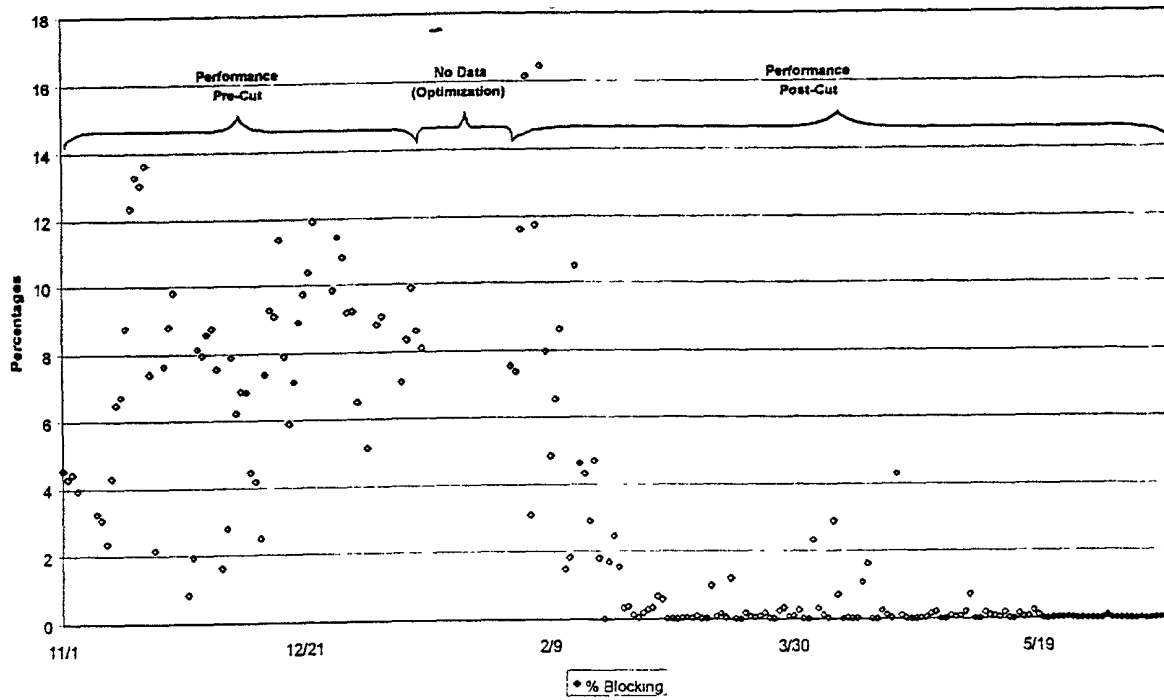


FIG. 10C

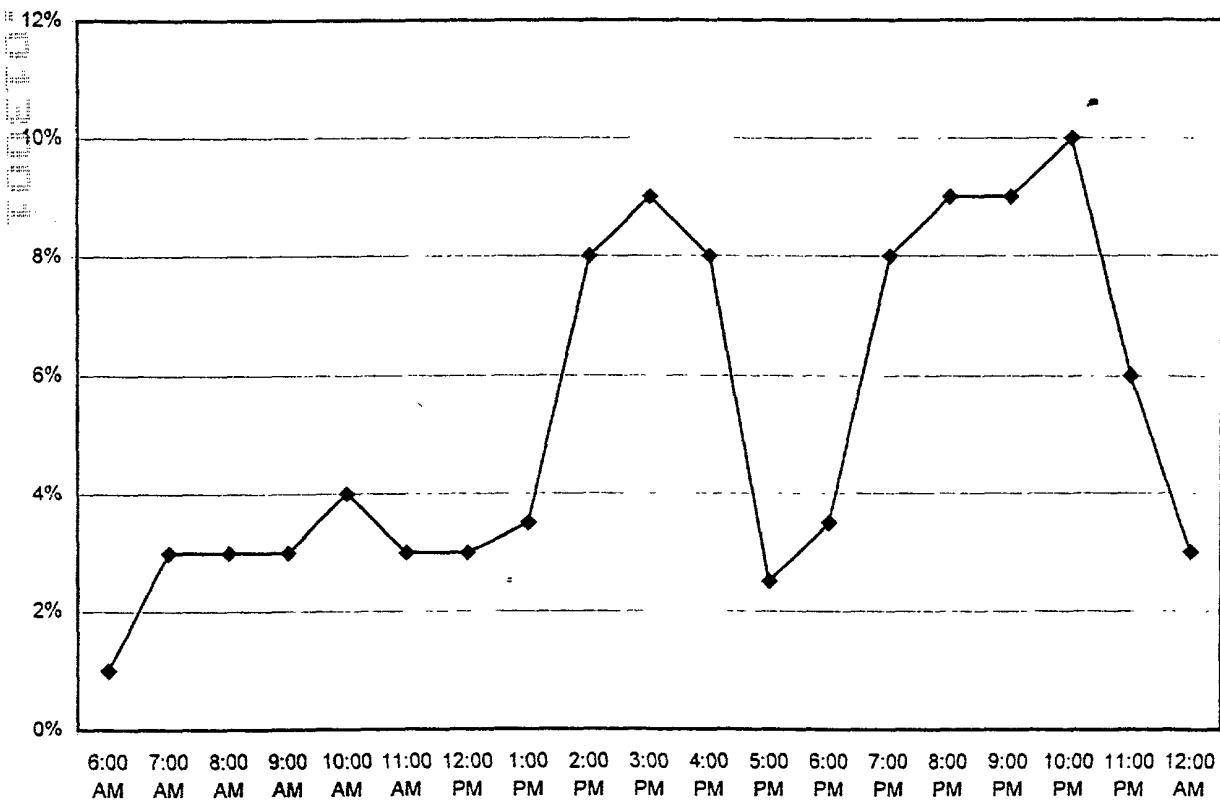


Fig. 11

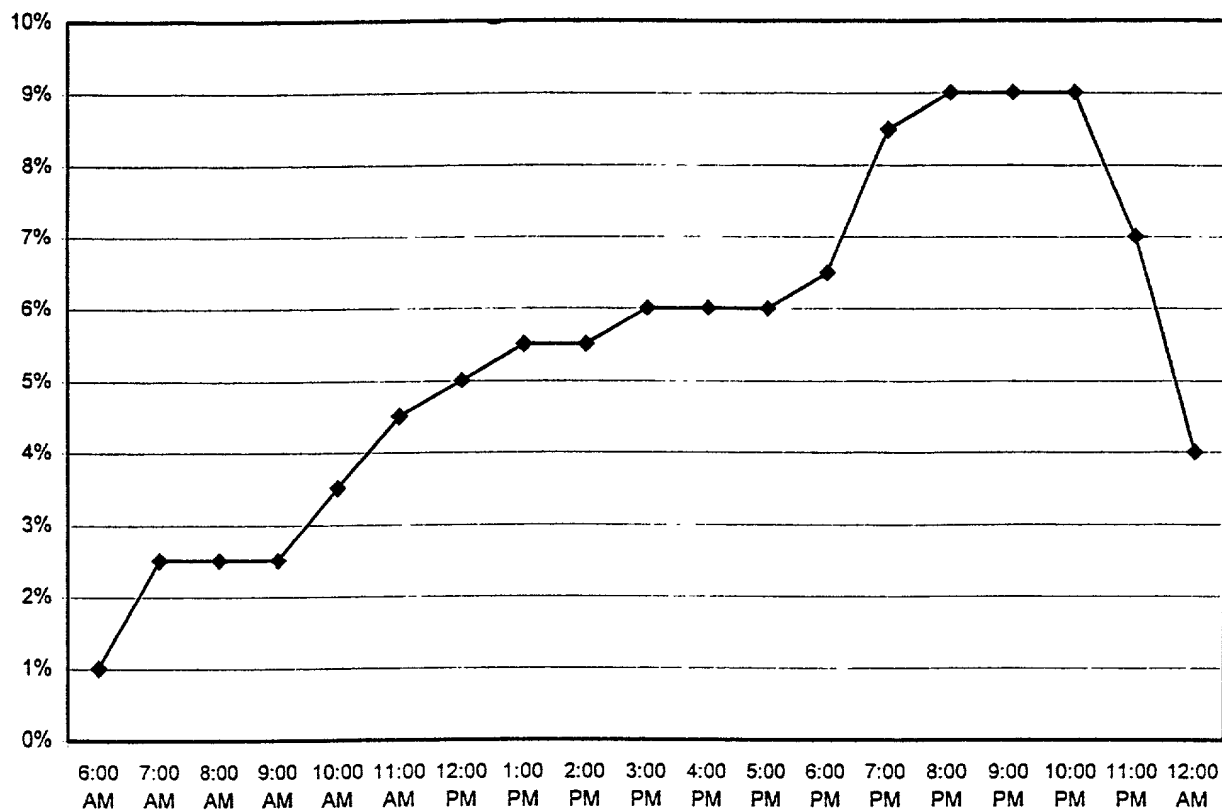


Fig. 12

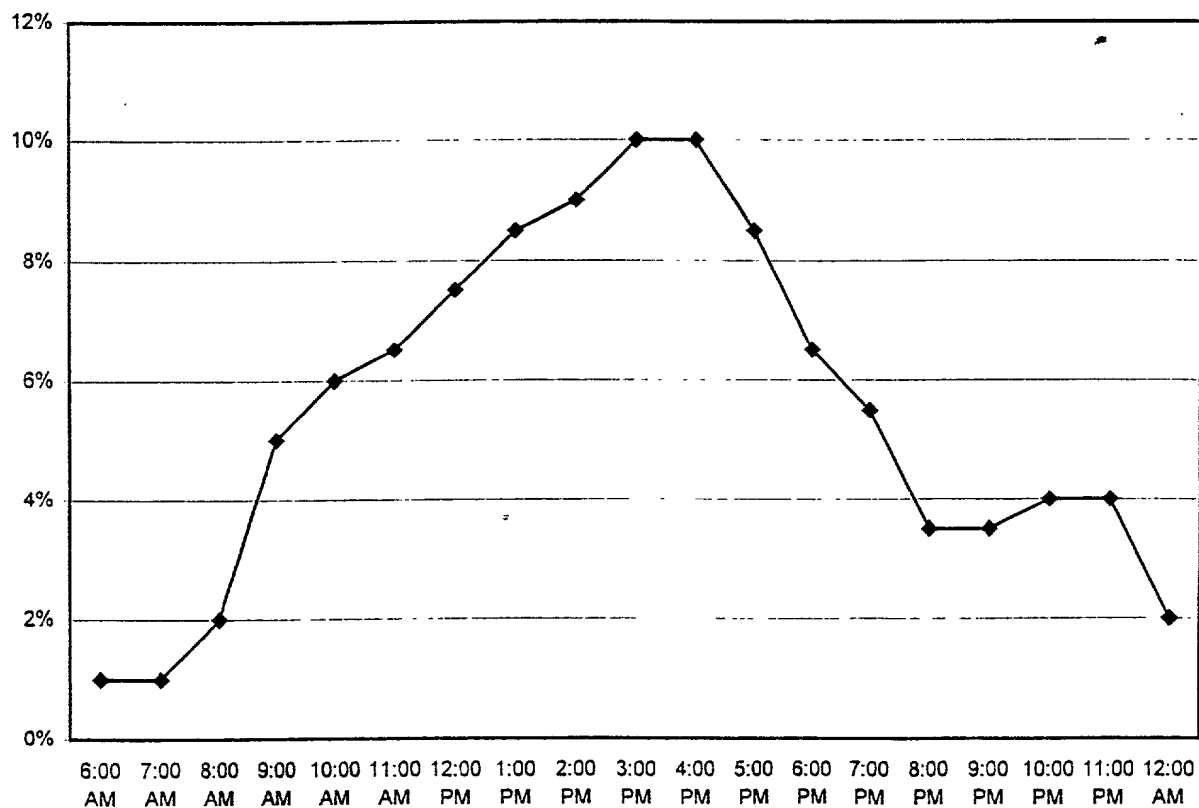


Fig. 13

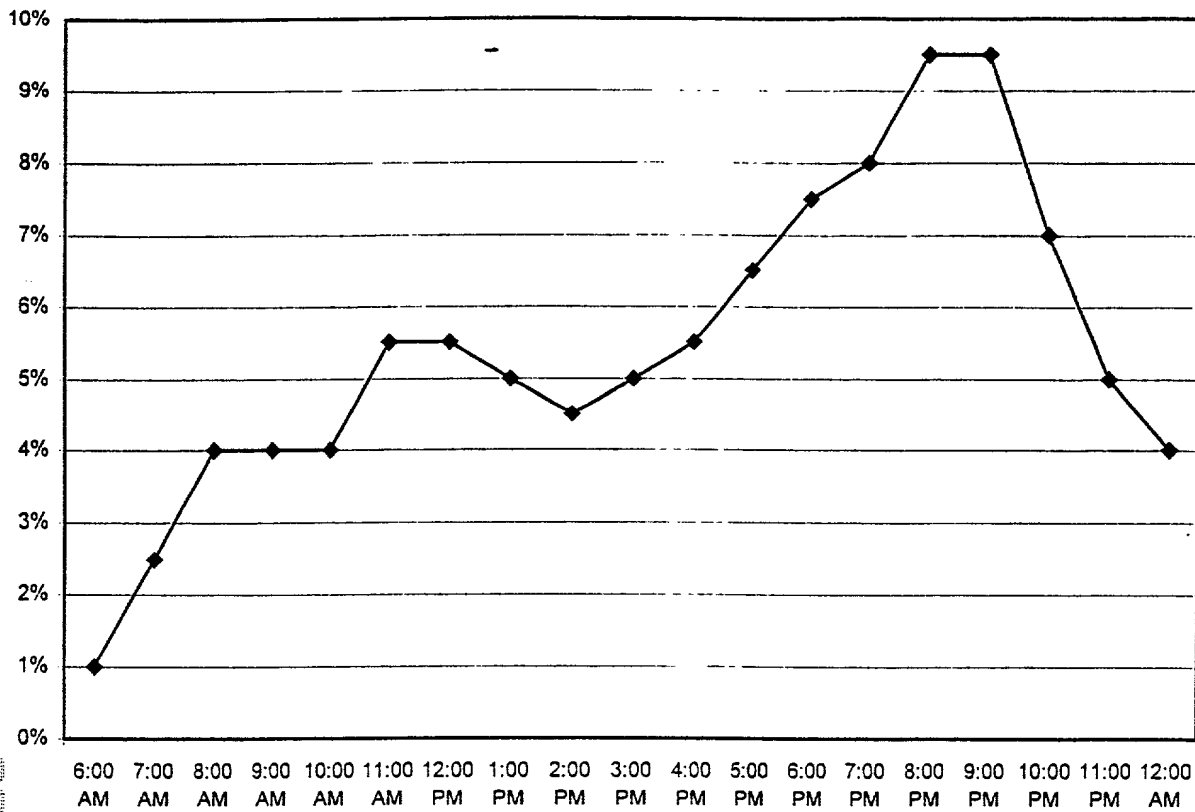


Fig. 14

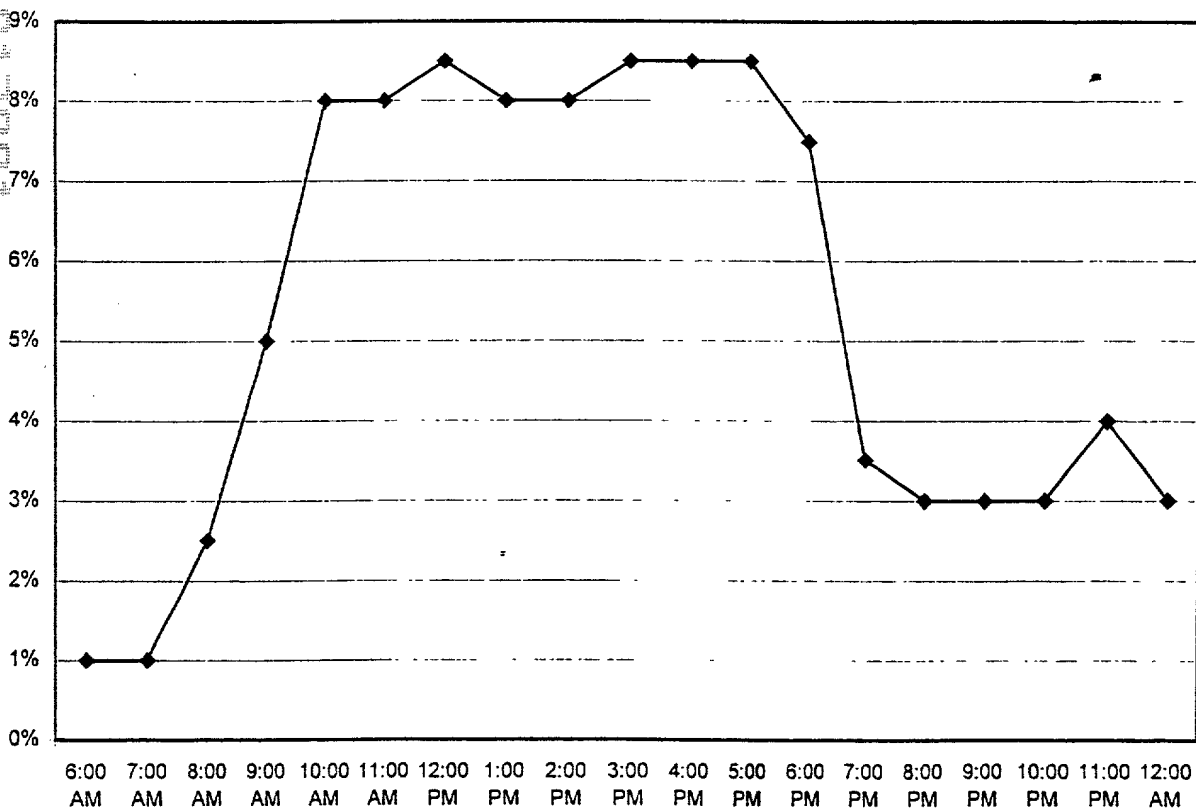


Fig. 15

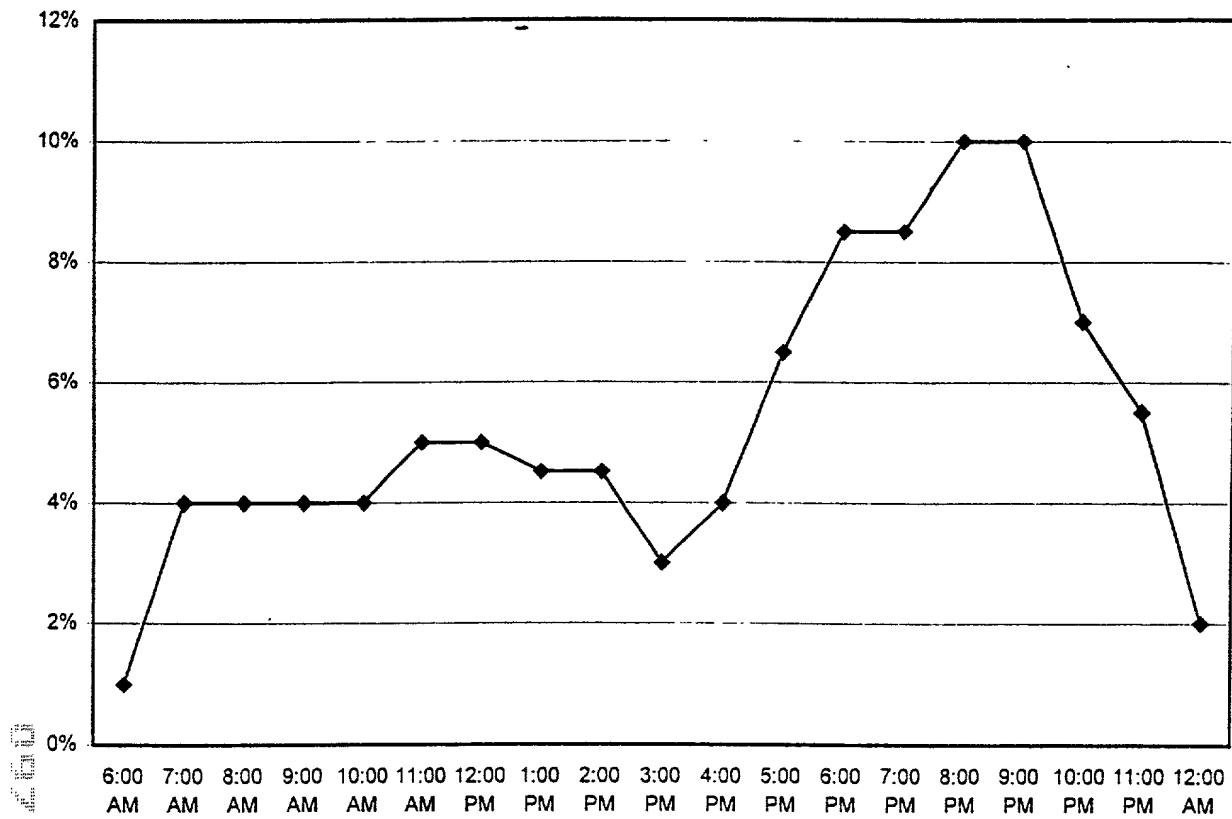


Fig. 16

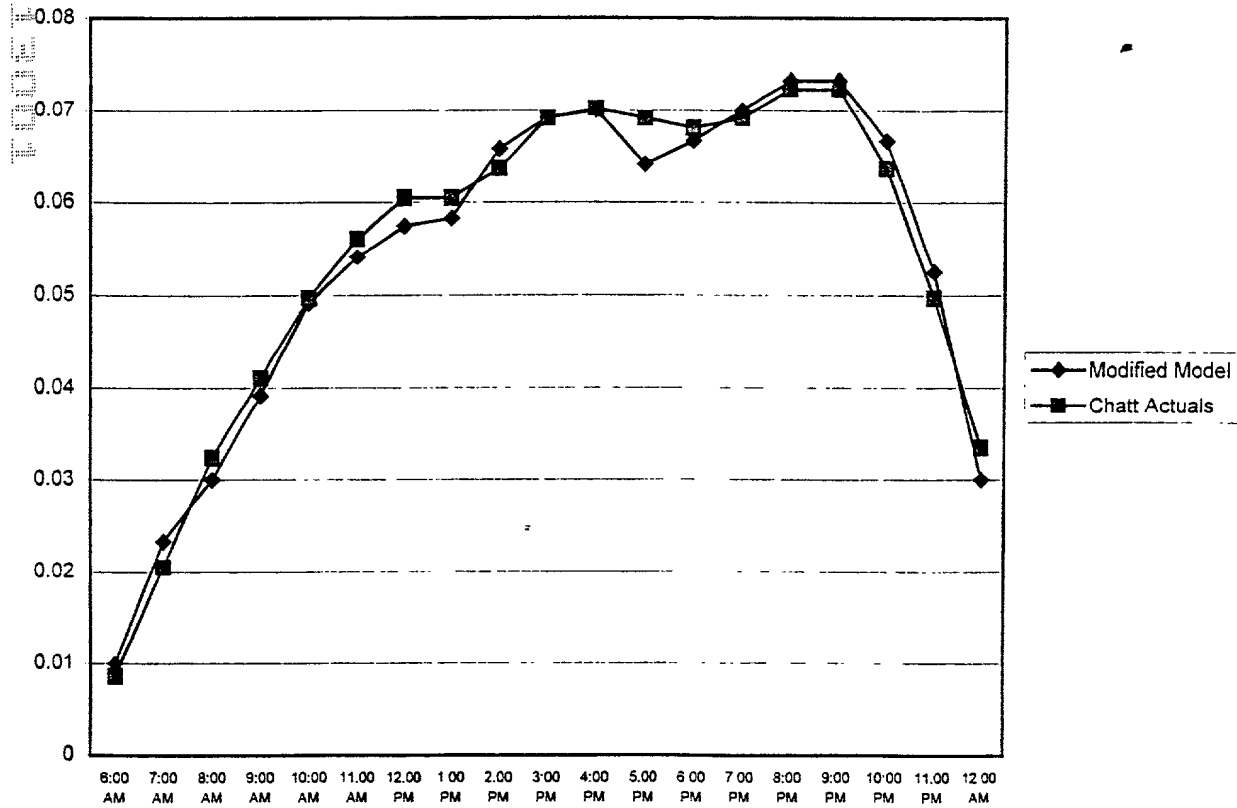


Fig. 17

Proof of Concept

Chattanooga

Cricket was EBITDA break-even in Chattanooga at 12 months

7.7% Penetration	12 months 24,000 customers as of 2/29/00	5 years
Costs In First Year		
Cost per Gross Add	<\$230	\$550
Support costs/Average Sub	\$5.60	\$11.45
Operations cost/MOU	\$0.013	\$0.039

FIG. 18

Capital Utilization

	Year From System Launch					
	1	2	3	4	5	10
	(In Thousands of Dollars)					
Cummulative Anticipated Capital Expenditure Per Subscriber (Average)						
PowerTel (GSM)	9,516	4,613	2,528	1,689	1,280	692
Sprint (CDMA)	19,367	4,349	1,860	954	729	586
Present Invention	2,354	2,628	1,949	1,183	877	550
Capital Expenditure Per Erlang (Average)						
PowerTel (GSM)	278	163	98	70	56	33
Sprint (CDMA)	968	217	93	47	36	29
Present Invention	47	52	38	23	17	11

Fig. 19

Re-Engineering the Cost Structure

■ Network Build-out

- High capacity CDMA
 - Latest generation equipment
- Efficient site loading
 - No underutilized roaming sites
- Designed for residential calling patterns
 - Lower % peak usage
- Capital requirement per customer 1/3 of typical PCS average in first year because of rapid customer acquisition



Lower Capital Costs

■ Network Operations

- Lower backhaul costs due to concentrated footprint
- Favorable Incoming/outgoing mix - lower interconnect cost
- Elimination of roaming clearinghouse and anti-fraud costs



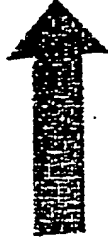
Lower Network Operating Costs

Fig. 20a

Re-Engineering the Cost Structure (cont'd)

■ Customer Acquisition

- Attractive value proposition sells easily
- Rapid, simple sales cycle
- Direct distribution - high volume
- Indirect distribution - no residuals or commissions
- No credit checks



Lower CPGA

■ Customer Service

- High capacity, high quality networks
- Simple monthly billing
- Low customer care costs - fewer billing disputes
- No bad debt, no fraud
- Clear statement of coverage area



Lower Back Office Costs

FIG. 20b

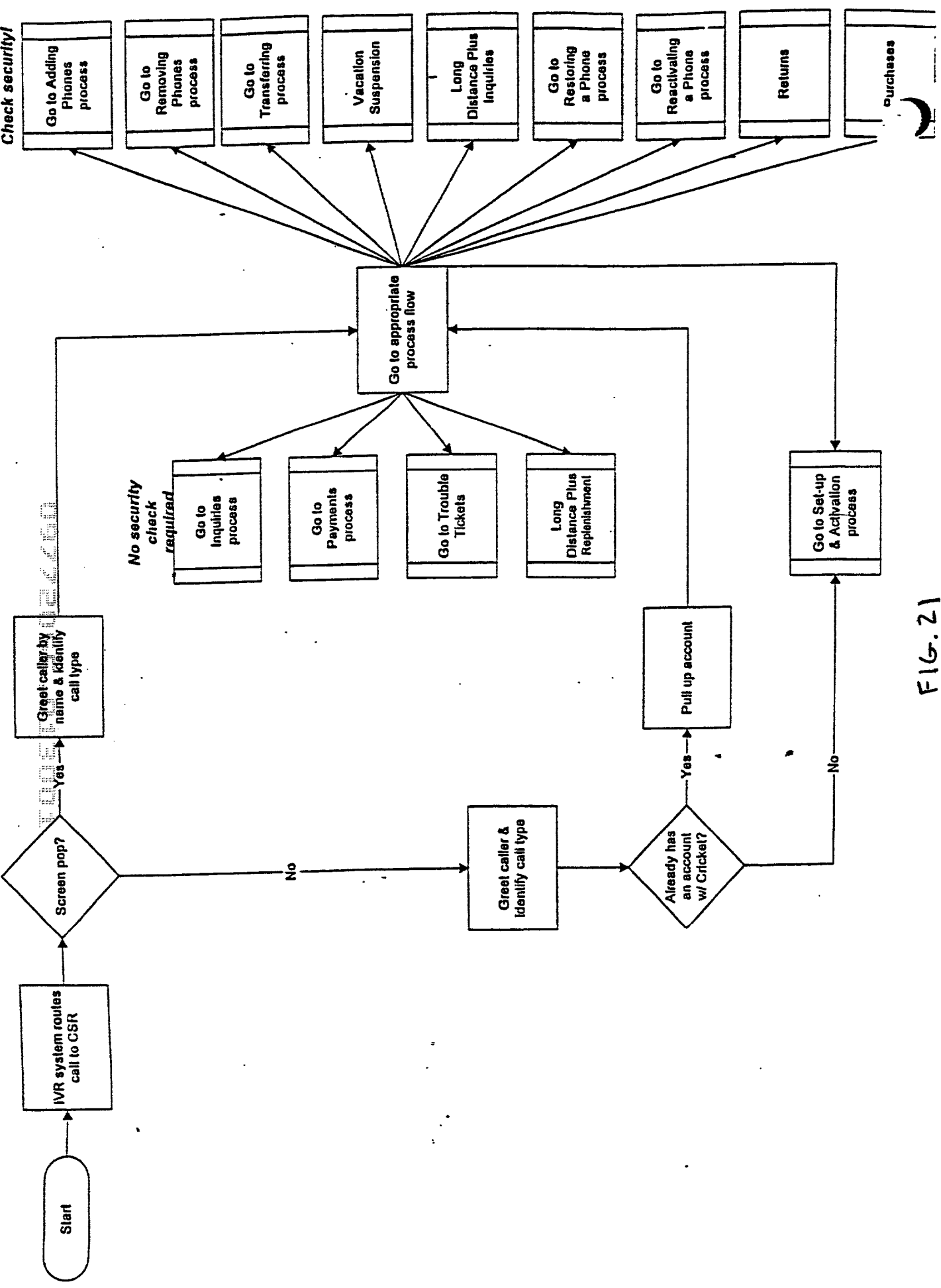


FIG. 21

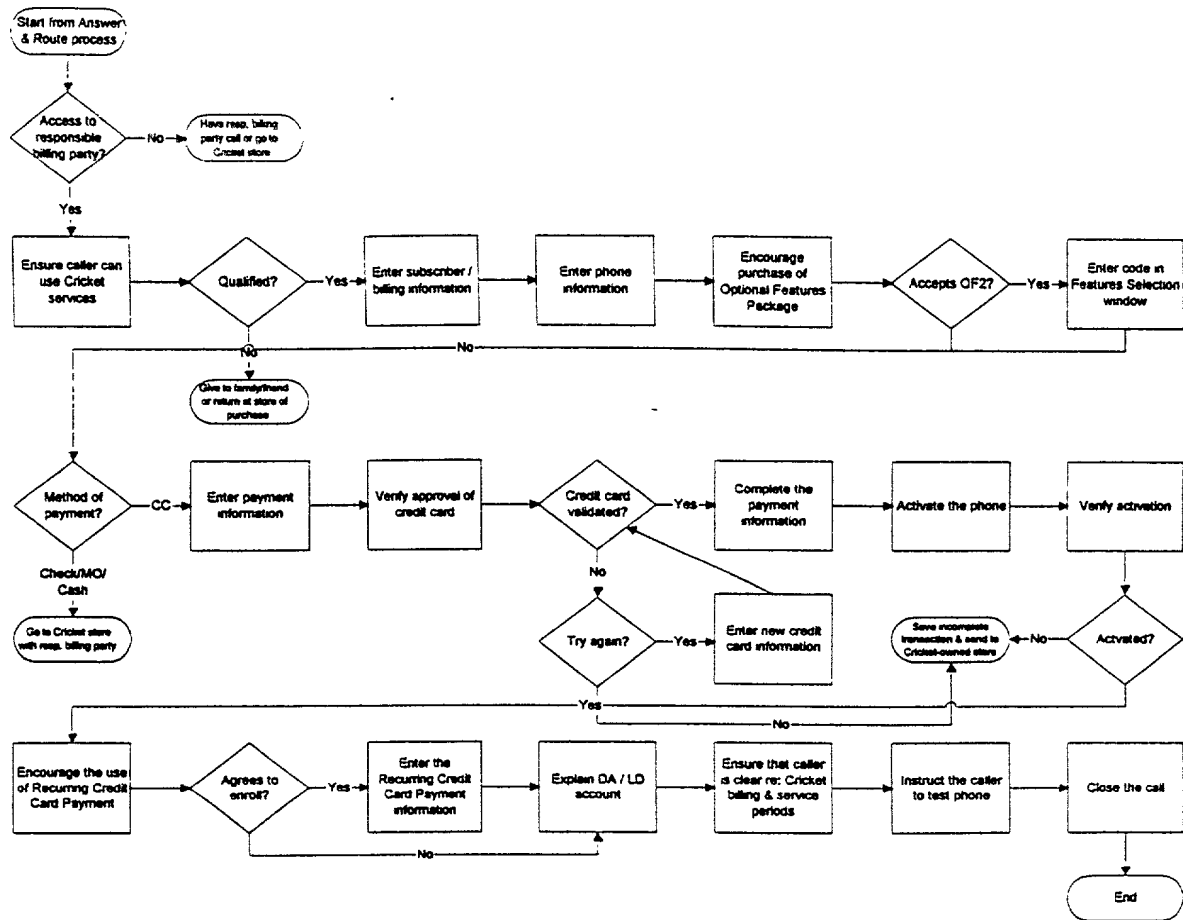
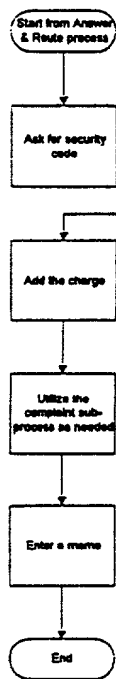
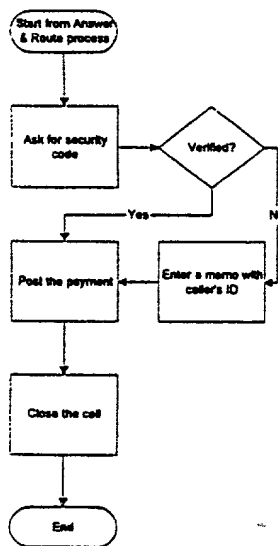


FIG. 22

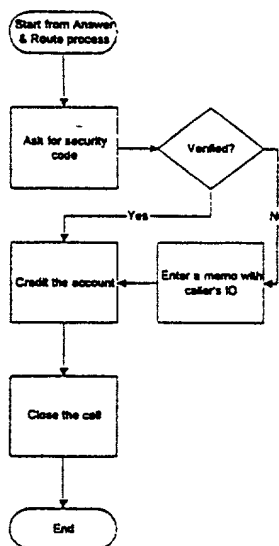
Posting a Credit Card
Payment to an Account



Crediting an Account



Crediting Phone Service



Adding a Charge to an Account

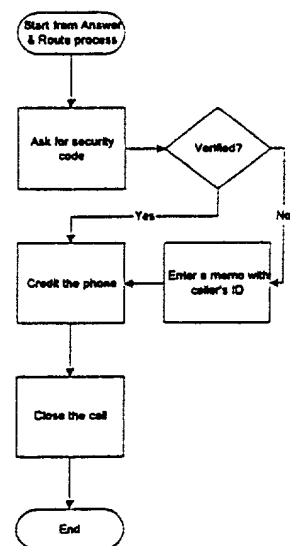


FIG. 23

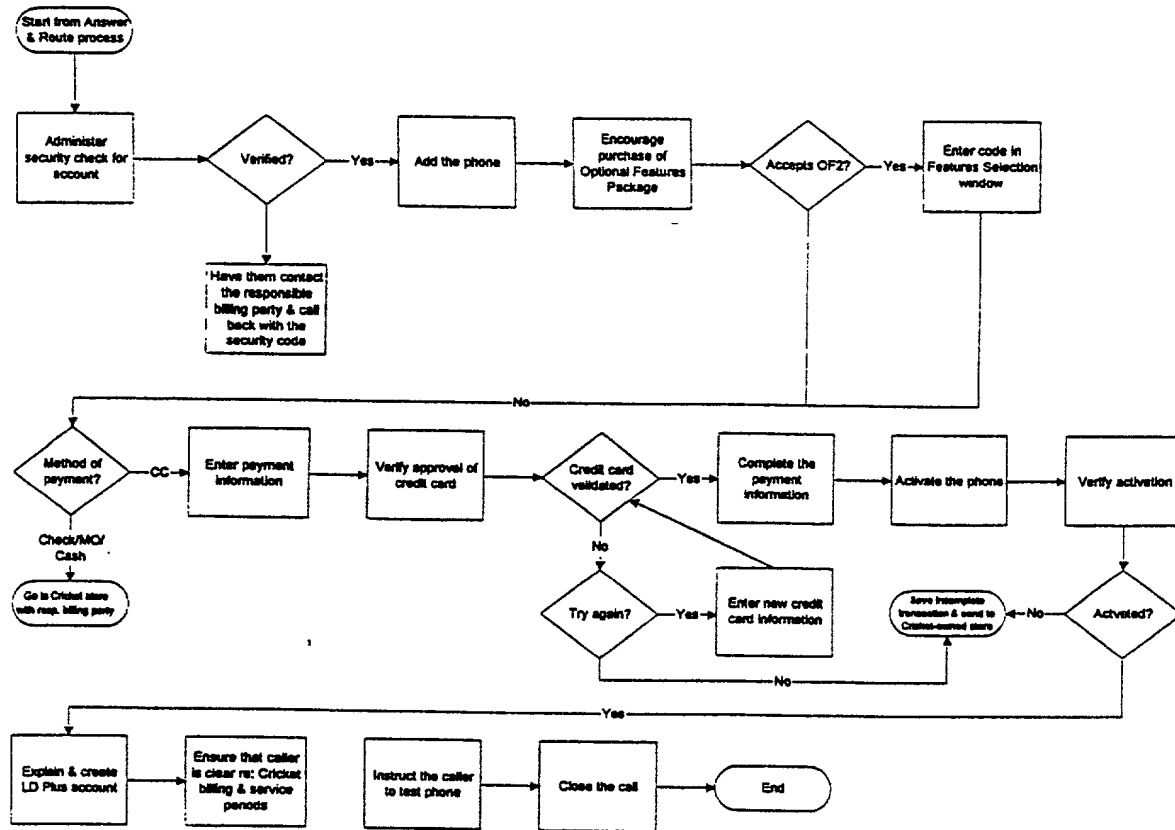


FIG. 24

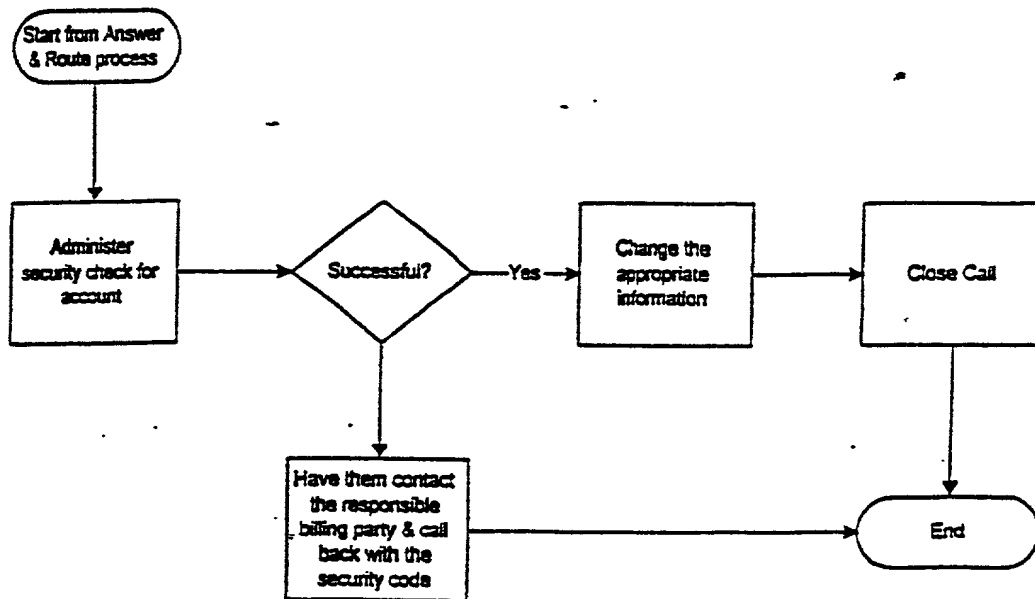


FIG. 25

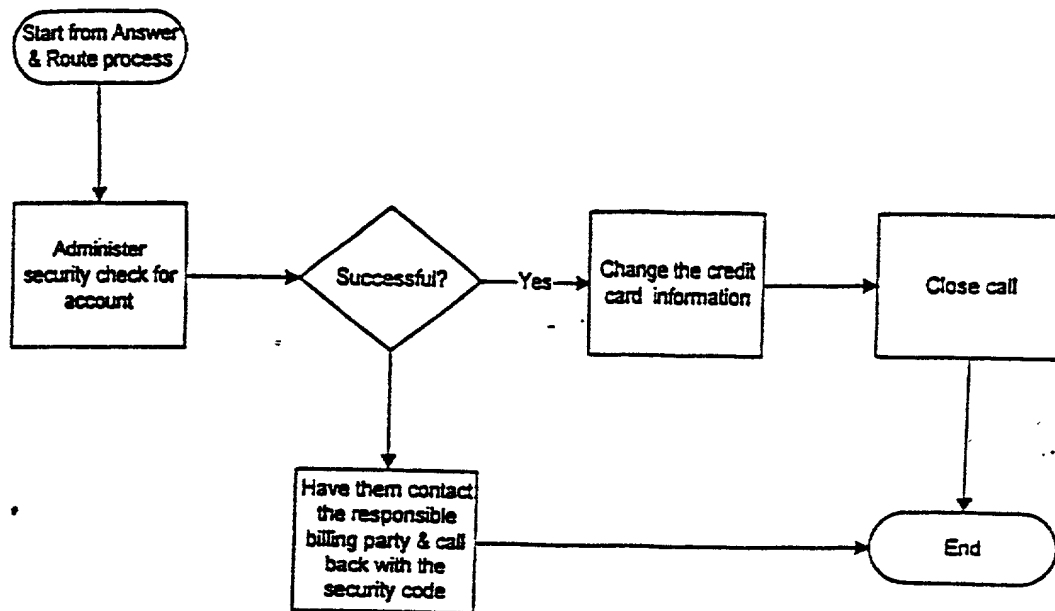
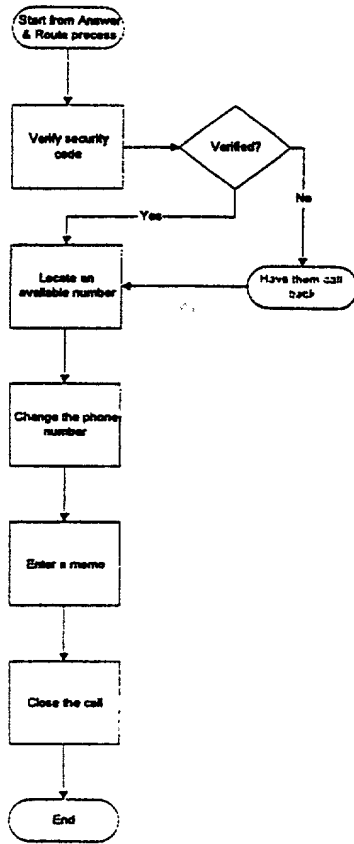
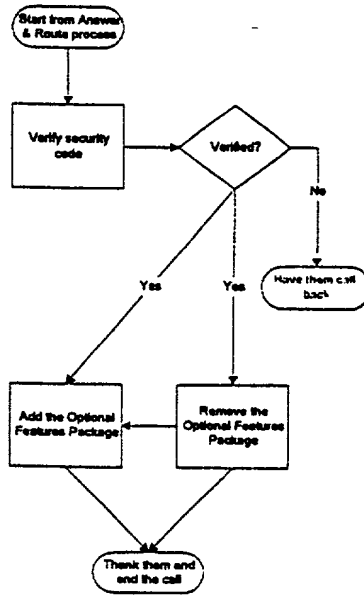


FIG. 27

Changing a Phone



Changing OFF Participation



Changing an ESN

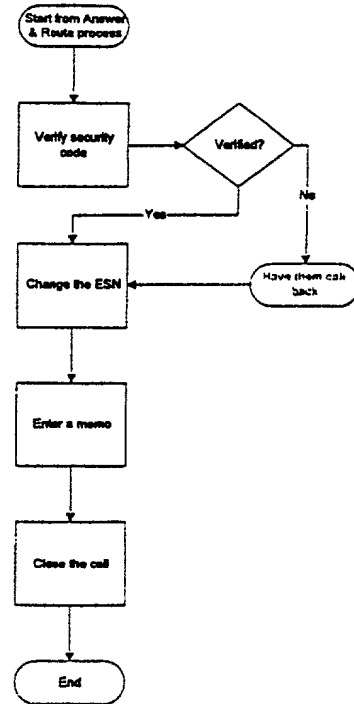


FIG. 26

```

graph TD
    Start([Start from Answer & Route process]) --> Admin[Administer security check for account]
    Admin --> Success{Successful?}
    Success -- Yes --> Change[Change Recurring Credit Card Payment status]
    Change --> Involve[Involve supervisor]
    Involve --> End([End])
    Success -- No --> Contact[Have them contact the responsible billing party & call back with the security code]
    Contact --> End
  
```

```
graph TD; Start([Start from Answer & Route process]) --> Admin[Administer security check for account]; Admin --> Success{Successful?}; Success -- Yes --> Review[Review the account]; Review --> Change[Change the phone number]; Change --> Transfer[Transfer the phone]; Transfer --> Close[Close call]; Close --> End([End]); Success --> Callback([Call back with resp. billing party or with security code]);
```

Note that if all phones in an account are transferred, the account status changes to "Disconnected".

FIG. 29

FIG. 29

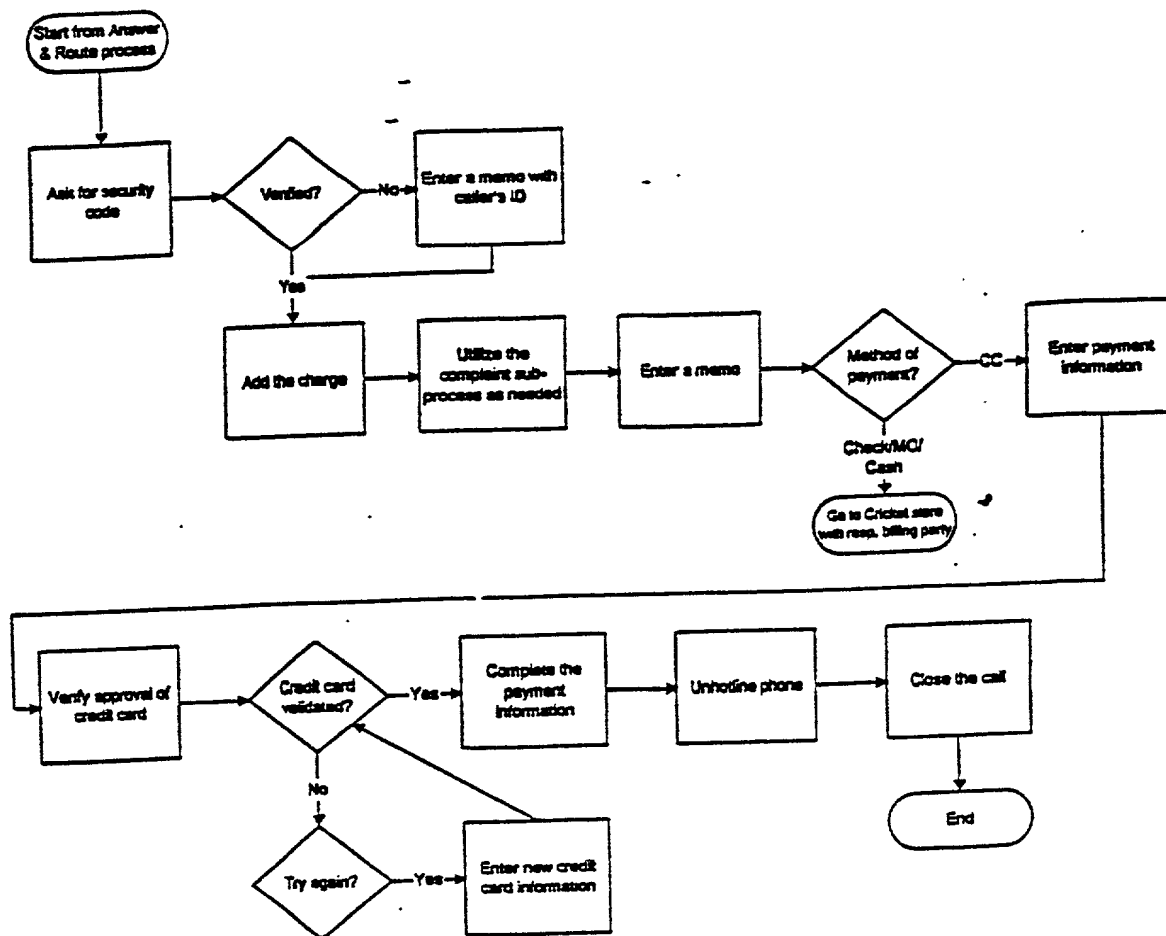


FIG. 30

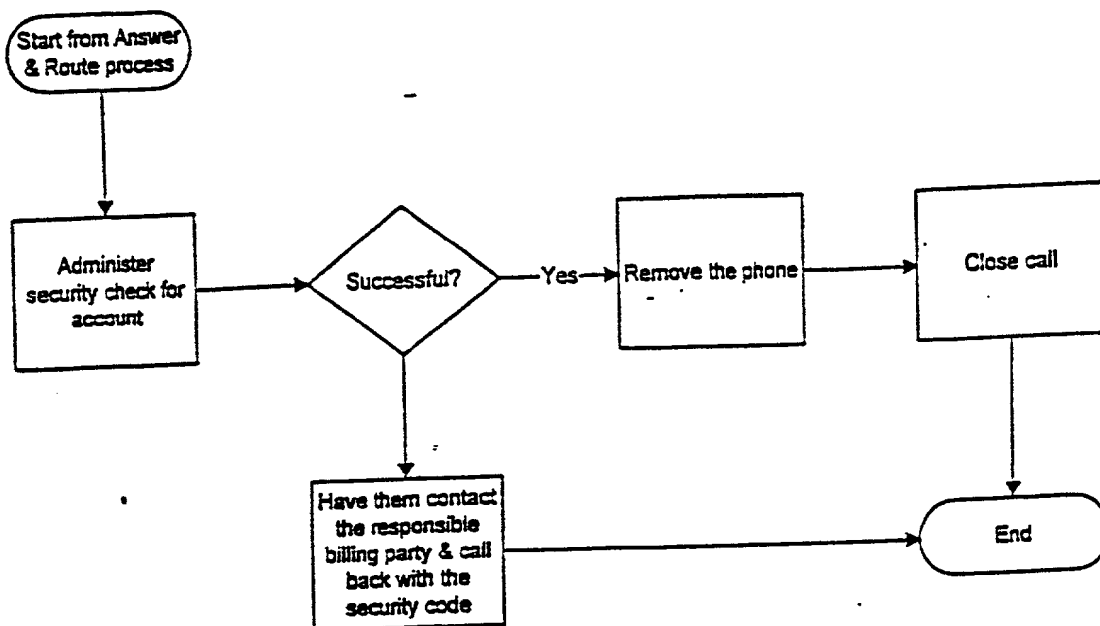


FIG. 31

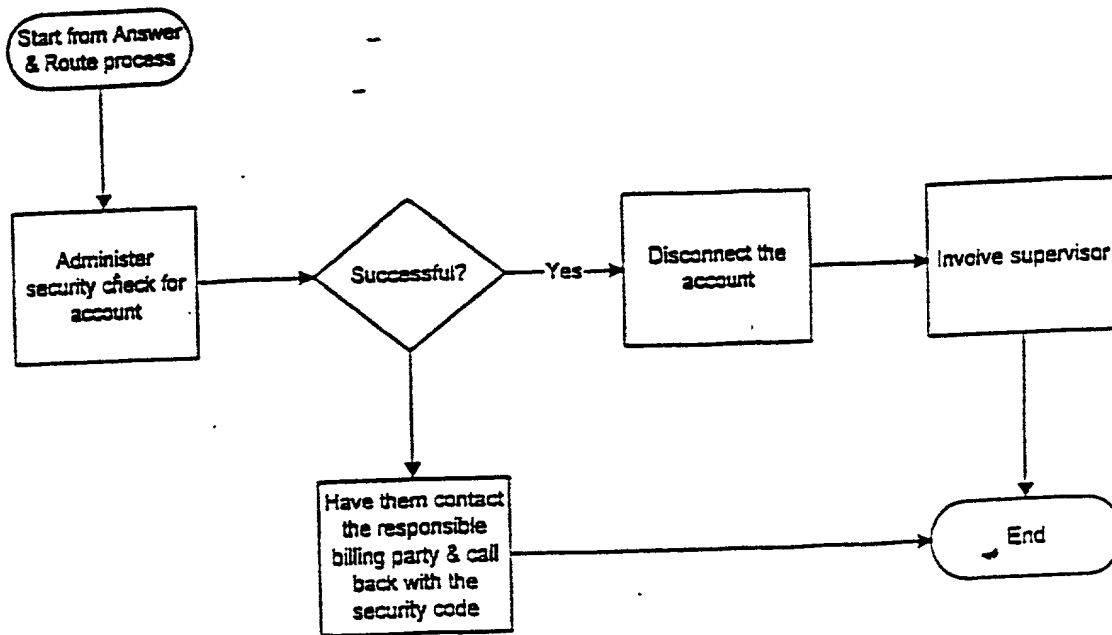


FIG. 32

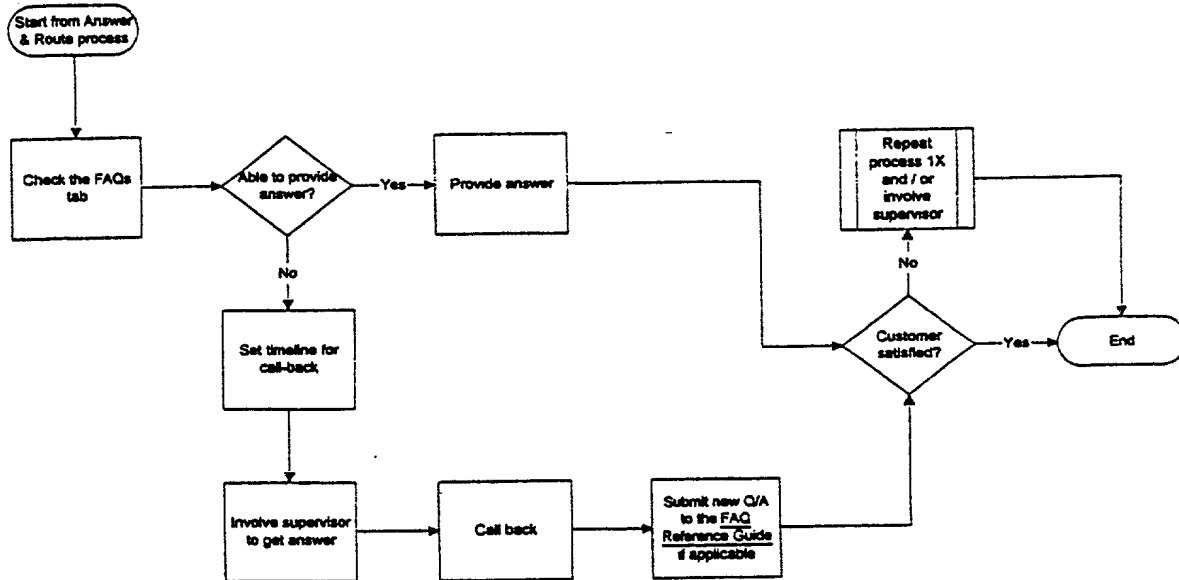


FIG. 33

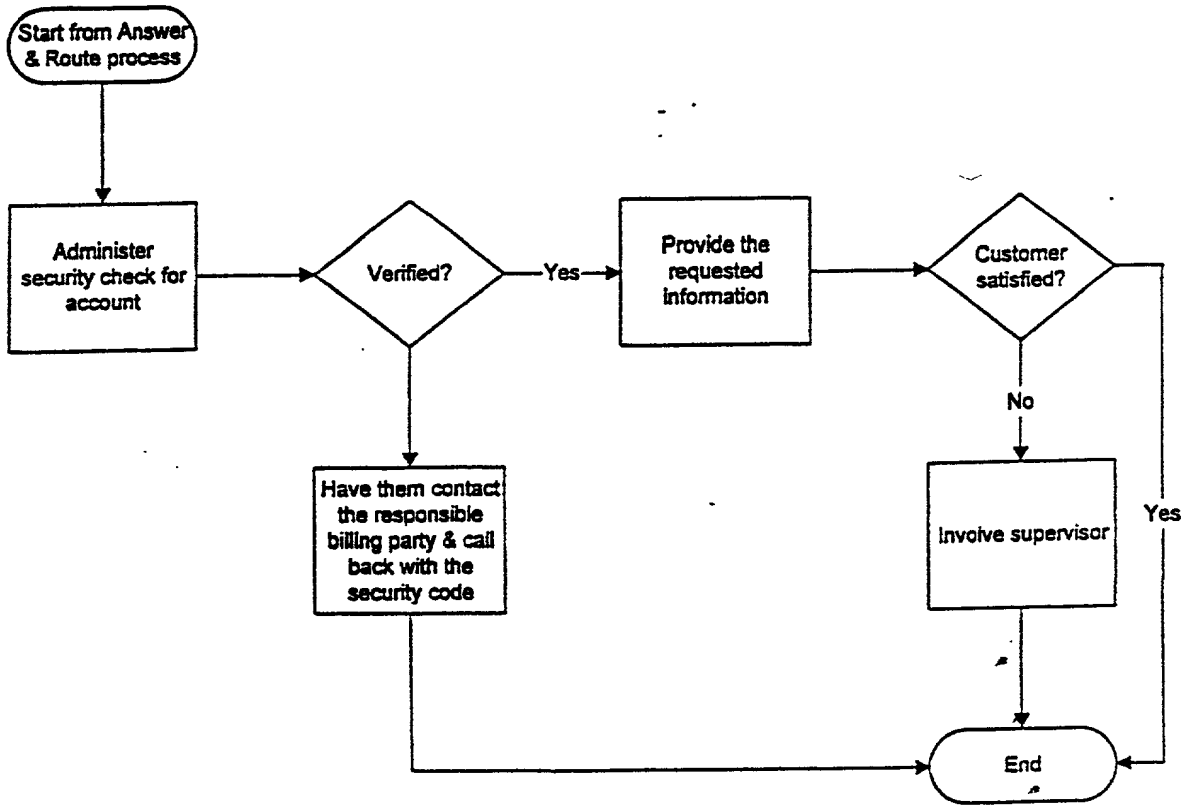


FIG. 34